

The Greater Milwaukee Poodle Club, INC.
CONSTITUTION AND BYLAWS
 Amended 2021

ARTICLE I

NAME AND OBJECTS

- SECTION 1.** The name of the club shall be THE GREATER MILWAUKEE POODLE CLUB, INC.
- SECTION 2.** The object of the club shall be:
- a. To encourage and promote integrity in the breeding of purebred poodles and to do all possible to bring their natural qualities to perfection;
 - b. To encourage 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 poodles shall be judged;
 - c. To do all in its power to protect and advance the interests of the breed at dog shows, obedience trials, rally trials, agility trials, field trials and hunting tests and to encourage sportsmanlike competition at such events: and
 - d. To conduct sanctioned matches, specialty shows, obedience trials and any other event for which the club is eligible under the Rules and Regulations of The American Kennel Club.
- SECTION 3.** The club shall not be conducted or operated for profit and no part of any profits or remainder or residue from dues or donations to the club shall inure to the benefit of any member or individual.
- SECTION 4.** The members of the club shall adopt and may from time to time revise such bylaws as may be required to carry out these objects. The bylaws are Articles II-XI.

ARTICLE II

MEMBERSHIP

- SECTION 1. ELIGIBILITY** – There shall be four 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. The four types are Regular (Individual or Household), Associate, Junior and Honorary.
- a. **REGULAR** (Individual or Household) – One or two adult members residing in the same household, each eligible to vote and hold office. Enjoys all club privileges as well as duties and responsibilities. Regular membership requires you to attend 2 meetings per year and or work 2 events.
 - b. **ASSOCIATE** – Entitled to limited club privileges with no right to vote, hold office and no breeder referral options. Joining the club you begin as an associate member, then after attending 2 meetings and or working 2 events, you are eligible to regular membership after one year.

- c. **JUNIOR** – Open to children under 18 years of age; a non-voting/non-office holding membership which may automatically convert to regular membership at age 18.
- d. **HONORARY** – An individual who has made significant contributions to the club; honorary members pay no dues and are not eligible to vote or hold office.

SECTION 2. DUES – Membership dues shall be payable by the February meeting of each year. Annual membership dues shall not exceed \$60.00 for regular (individual or household). Presently dues are \$30.00. Associate and Junior members shall pay ½ of regular membership dues.

SECTION 3. ELECTION TO MEMBERSHIP – Each application for membership shall apply on a form as approved by the board of directors and which shall provide that the applicant agrees to abide by the constitution and bylaws and the rules of The American Kennel Club.

The application shall state name, address and occupation of the applicant and it shall carry the endorsement of two members. Applicants shall pay dues for the current year with fees being collected **after** being approved by the membership. All applications are to be filed with the secretary and each application is to be read at the first meeting of the club following its receipt. At the next club meeting the application will be voted upon and affirmative votes of two-thirds (2/3) shall be a secret vote of the membership in good standing.

Voting at the meeting shall be required to elect the applicant.

Applicants for membership who have been rejected by the club may not reapply within six months after such rejection.

SECTION 4. TERMINATION OF MEMBERSHIP – Memberships 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. Dues and obligations other than dues are considered a debt to the club and must be paid in full prior to resignation.
- b. Lapsing. A membership will be considered as lapsed and automatically terminated if such member's dues remain unpaid sixty (60) days after the first day of the fiscal year; however, the board of directors may grant an additional period of grace to such delinquent members when special circumstances warrant this action. In no case may a person vote at any club meeting whose dues are unpaid as of the date of that meeting.
- c. Membership can be altered by a vote of the general membership for failure to attend the required number of meetings and or work the requested events in a given fiscal year. If a member has an unexcused absence from 2 meetings, or working 2 events unless excused by the board of directors shall have their membership changed automatically to Associate member with no voting status or breeder referral options. After attending the required meetings and or working events, membership will revert back to regular membership.
- d. Expulsion. A membership may be terminated by expulsion as provided in Article VII of the constitution and bylaws.

ARTICLE III MEETINGS AND VOTING

- SECTION 1. CLUB MEETINGS** – Meetings of the club shall be held in (or within 25 miles) of the city of Milwaukee, at such hour and place as may be designated by the board, on the third (3rd) Tuesday of each month except for the month of December. For the month of PCA, it shall be up to the discretion of the GMPC president and will then be determined if the meeting will be canceled or shall hold a meeting. 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 20% of the members in good standing. Teleconferencing and videoconferencing meetings shall be allowed.
- 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 (5) members of the club who are in good standing. Such special meetings shall be held in (or within 25 miles of) the city of Milwaukee 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 or emailed by the secretary at least five (5) days prior to the date of the meeting, and not more than fifteen (15) days prior to the date of the meeting, and said notice shall state purpose of the meeting, and no other club business may be transacted. The quorum for such a meeting shall be 20% of the members in good standing. Teleconferencing and videoconferencing meetings shall be allowed for special club meetings.
- SECTION 3. BOARD MEETINGS** -- Meetings of the board of directors shall be held in (or within 25 miles of) the city of Milwaukee, at such hour and place as may be designated by the Board, on the third (3rd) Tuesday of the months of February, May, August and November. Written notice of each such meeting shall be mailed or emailed by the secretary at least 5 days prior to the date of the meeting. The quorum for such meetings shall be majority of the board. Teleconferencing and videoconferencing meetings shall be allowed for board meetings.
- 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 2 members of the board. Such special meetings shall be held in (or within 25 miles of) the city of Milwaukee at such place, date and hour as may be designated by the person authorized herein to call such meetings. Written notice of such a meeting shall be mailed or emailed by the secretary at least five (5) days and not more than fifteen (15) days prior to the date of the meeting and no other club business may be transacted. A quorum for such a meeting shall be a majority of the board. Teleconferencing and

videoconferencing meetings shall be allowed for special board meetings.

SECTION 5. 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 be permitted at any club election or meeting only by prior board approval.

ARTICLE IV

DIRECTORS AND OFFICERS

SECTION 1. BOARD OF DIRECTORS – The board shall be comprised of the four officers and three other persons, all of whom shall be members in good standing, who are residents of the United States and will not get paid for their services. The officers shall be elected for a one year term at the club's annual meeting as provided for in Article V and shall serve until their successors are elected. Three board members shall be elected for 2-year terms at the club's annual meetings as provided for in Article V and shall serve until their successors are elected. The immediate past-president shall serve as the 8th member of the board. No officer or member of the board of directors may be elected to the same office for more than two consecutive terms, with the exception of the treasurer who may serve an unlimited term so long as an audit report is performed annually. General management of the club's affairs shall be entrusted to the board of directors. Directors shall be present at all regular club meetings as well as board meetings. Failure to attend two monthly meetings could be cause for removal as a member of the board of directors. However, if the individual provides extenuating circumstances which are acceptable to the board of directors he may be excused.

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 of the board, and shall have the duties and powers normally appurtenant to the office of the president in addition to those specified in the constitution and 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 keep a record of all meetings of the club and of the board and of all votes taken by membership and all matters of which a record shall be ordered by the club. The secretary shall have charge over the correspondence, notifying new members of their election to membership, notifying officers and directors of their election to office, keep a roll of the members of the club with their address and carry out such other duties as are prescribed in the constitution and bylaws. A corresponding secretary shall be chosen from the members of the board to assist the secretary upon request.
- d. The **TREASURER** shall collect and receive all monies due or belonging to the club. The treasurer shall deposit the same in a bank satisfactory to the board, in the name of the club. Treasurer's books shall be at all times open to the inspection of the board. Treasurer shall report at every meeting of the board the condition of the club's finances and every item of receipt or payment not before reported; and at the annual meeting shall render an account of all monies received and expended during the previous fiscal year.

SECTION 3. VACANCIES –Any vacancies occurring on the board or among the officers during the term of office 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 the vice-president shall be filled by the board. If the original term would have extended beyond the next annual election, the position shall be filled for the remainder of the original term at the annual election.

ARTICLE V

CLUB YEAR, ANNUAL MEETING, ELECTIONS AND NOMINATIONS

SECTION 1. CLUB YEAR – The club's fiscal year shall begin January 1st and shall continue through December 31st.

SECTION 2. ANNUAL MEETING – The annual meeting shall be held in the month of February at which officers and directors for the ensuing year shall be elected from among those nominated in accordance with Section 4 of this Article. They shall take office immediately upon the election and each retiring officer shall turn over to his successor in office all properties and records relating to that office within fifteen (15) days after the election.

SECTION 3. ELECTIONS – The nominated candidate who receives the greatest number of votes for each position shall be declared elected. If any nominee, at the time of the election is unable to serve for any reason, the vacancy so created shall be filled by the new board of directors in the manner provided by Article IV, Section 3.

SECTION 4. NOMINATIONS – No person may be a candidate in a club election who has not been nominated. During the month of October 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 committee and alternates of their selection. The board shall name a chairman for the committee and it shall be his duty to call a committee meeting which shall be held on or before the first (1st) day of December.

- a. The committee shall nominate one candidate for each office and one candidate for each vacated position on the board, and after securing the consent of each person so nominated, shall immediately report their nomination to the secretary in writing or by email.
- b. Upon receipt of the nominating committee's report the secretary shall, before the third (3rd) Tuesday of December, notify each member in writing or by email of the candidates so nominated.
- c. Additional nominations may be made at the January meeting by any member in attendance, provided that the person so nominated does not decline when his name is proposed, and provided further that if the proposed candidate is not in attendance at this meeting, the nominator shall present to the secretary a written statement or by email 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 VI

COMMITTEES

SECTION 1. The president may each year appoint standing committees advance the work of the club in such matters as dog shows, obedience trials, trophies, annual prizes, membership and other areas 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 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 appointees; and the president, subject to board approval, may appoint successors to those persons whose services have been terminated.

ARTICLE VII

DISCIPLINE

SECTION 1. AMERICAN KENNEL CLUB SUSPENSION – Any member who is suspended from any of the privileges of The American Kennel Club automatically shall be suspended from the privileges of this club for alike period.

SECTION 2. CHARGES – An individual member may prefer charges against a member for alleged misconduct prejudicial to the best interests of the club or the breed. Written charges with specifications must be filed in duplicate with the secretary together with a deposit of \$50.00 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. 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 breed. If the board considers that the charges do not allege conduct which would be prejudicial to the best interests of the club or the breed, it may refuse to entertain jurisdiction. If the board entertains jurisdiction of the charges, it shall fix a date for a hearing by the board not less than three weeks or 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 the 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 sixty (60) days but not earlier than thirty (30) days after the date of the board's recommendation of expulsion. The defendant shall have the privilege of appearing in his own behalf, though no evidence shall be taken at 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 two-thirds (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 VIII 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 the members with recommendation of the board by the secretary for a vote within three (3) months of the date when the petition was received by the secretary.

SECTION 2. The constitution and bylaws may be amended by two-thirds (2/3) by a secret vote of the members in good standing 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 or emailed to each member thirty (30) days prior to the date of the meeting.

ARTICLE IX DISSOLUTION

SECTION 1. 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 event of dissolution of the club whether voluntary or involuntary or by operation of law, none of the property of the club shall be

distributed to any members of the club, but after payment of the debts off the club its property and assets shall be given to a charitable organization for the benefit of dogs selected by the board of directors.

ARTICLE X

ORDER OF BUSINESS

SECTION 1. At meetings of the club the order of business shall be as follows:

- Roll Call
- Minutes of Last Meeting
- President's Report
- Secretary's Report
- Treasurer's Report
- Correspondence
- Committee Reports
- Reading of Membership Applications
- Election of Officers and Board (at annual meeting)
- Election of New Members
- Unfinished Business
- New Business
- Good and Welfare Report
- Adjournment

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

- Minutes of last board meeting
- Secretary's Report
- Treasurer's Report
- Correspondence
- Committee Reports
- Unfinished Business
- New Business
- Adjournment

ARTICLE XI
PARLIAMENT AUTHORITY

SECTION 1. The rules contained in the Robert's Rules of Order: Simplified and Applied, 2nd edition Copyright 2001 by Robert McConnell productions Published by Wiley Publishing, Inc., Indianapolis, Indiana 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.

The undersigned secretary of the club does hereby certify that the above and foregoing proposed Amendments to the constitution and bylaws were duly adopted by the members of said club on the

17th day of August, 2021.

John Brown, Secretary

7-17-26 Julie Request Bruce for constitution and Bylaws, she is missing pages in her copy.
5-22-26 Request from Bruce for electronic copy of By-Laws
Sally finds in minutes of GMPC meeting March 15, 2022 Bylaws have been approved by AKC. minutes are in April 15, 2022 Poode Profile April
Jo Swanto email 5/28/21 updated bylaws is not this copy, 5/28/21 draft no signature