

JULY 2023
NEW JERSEY BOXER CLUB, INC.

CONSTITUTION

These Bylaws are subject to and governed by the State of New Jersey Not-For-Profit Corporation Laws and the Articles of Incorporation of the New Jersey Boxer Club, Inc. In the event of a direct conflict between the provisions of these bylaws and the mandatory provisions of the New Jersey State Not-For-Profit Corporation Laws, the New Jersey State Not-For-Profit Corporation Act will be in control.

ARTICLE 1

NAME AND OBJECTIVES

SECTION 1: The name of the club shall be the New Jersey Boxer Club, Inc.

SECTION 2: The objectives of the club shall be:

- a.) To encourage and promote quality in the breeding of purebred Boxers and to do all that is possible to bring their natural qualities to perfection.
- b.) To urge members and breeders to accept the standard of the breed as approved by the American Kennel Club and the parent breed club, the American Boxer Club, as the only standard of excellence by which the Boxer shall be judged.
- c.) To support dog shows, matches and performance trials and to maintain a program of awards which will encourage sportsmanlike competition, protect and advance the interest of the breed;
- d.) To conduct sanctioned and licensed specialty shows, matches and/or performance trials under the rules and regulations of the American Kennel Club;
- e.) To initiate educational and promotional activities which will stimulate and extend public interest in the Boxer;
- f.) For members of the New Jersey Boxer Club, Inc., to abide by those portions of the American Boxer Club By-Laws and Code of Ethics which are applicable to members of member clubs;

SECTION 3: No part of the net earnings of the Club shall inure to the benefit of, or be distributable to its members, officers, directors, or other private persons, officer, director, or other private person, except that the NJBC shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions on furtherance of the purposes set forth in the Constitution or in Article I of the Bylaws.

SECTION 4: The members of the Club shall adopt and from time to time revise such By-Laws as may be required to carry out these objectives.

BY-LAWS

ARTICLE I

MEMBERSHIP

SECTION 1: ELIGIBILITY There shall be five types of membership open to all persons eighteen (18) years of age and older who are in good standing with the American Kennel Club and who subscribe to the purposes of this club. Applicant, or some member of his immediate family, must own at least one registered Boxer. While membership is to be unrestricted as to residence, the Club's primary purpose is to be representative of the breeders in its immediate area.

SECTION 2: REGULAR (INDIVIDUAL MEMBER) A regular member enjoys all club privileges including the right to vote and hold office. A Regular Member's dues shall not exceed 50.

SECTION 3: HOUSEHOLD MEMBERSHIP A household membership is open to two (2) adult members living in the same household with each being eligible to vote and hold office. The dues for the Household Membership shall not exceed \$75.

SECTION 4: LIFE MEMBERS Life membership shall be granted to any member in good standing who has completed twenty-five years of continuous membership in the club. A life member is a fully paid-up member of the club and is entitled to all the rights and privileges of the club membership including the right to vote and to hold office.

SECTION 5: ASSOCIATE MEMBERSHIP Associate membership shall be open to those who wish to be part of the Club but cannot attend meetings and events regularly. A member may request associate status upon dues renewal. A member may, on written request to the Recording Secretary, and payment of the regular member dues, be reinstated by the Board as a Regular Member at the next regular board meeting. An Associate member will have all the privileges of a Regular Member but may not vote, hold office, and is not counted for a quorum. The dues for an Associate membership shall be 50% of the Regular Membership, not to exceed \$25.

SECTION 6: JUNIOR MEMBERS A Junior Class membership shall be established and limited to applicants less than eighteen years of age. This class of membership shall have all the privileges except the right to vote and to hold office. An initiation fee shall not be charged. The dues for the Junior Class membership shall be one-half of the adult membership dues, not to exceed \$25.

SECTION 7: DUES Membership dues are payable (incurred) on or before the first day of January of each year. New members joining after July 1 shall pay one-half (½) the annual dues for the balance of the year. No member may vote whose dues are not paid for the current year. During the month of October, the treasurer shall send to each member a statement of his dues for the ensuing year.

SECTION 8: NEW MEMBERSHIP Each applicant for membership shall:

Apply on a form approved by the Board of Directors and which shall provide that the applicant agrees to abide by this constitution and by-laws and the rules of the American Kennel Club. The application shall state the name, address, and occupation of the applicant and it shall carry the endorsement of one member in good standing. Accompanying the application, the prospective member shall submit dues payment for the current year.

All applications are to be filed with the Secretary and each application is to be read at the next-meeting-of the club following its receipt. Each applicant shall attend this meeting and one subsequent meeting, during which the application will be voted on by club members. An affirmative vote of 2/3 of the members present and voting by secret electronic or paper ballot is required to elect the applicant into membership.

Rejected applicants for membership may reapply 6 months after rejection.

SECTION 9: 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 can resign when in debt to the club. Dues obligations are considered a debt to the Club and they become incurred on the first day of each fiscal year.

b.) BY LAPSING, A membership will be considered as lapsed and automatically terminated if such member's dues remain unpaid 30 days after the thirty first day of December of each year, however, the Board may grant an additional 90 days of grace to such delinquent members in meritorious cases. There will be a \$10 late fee after December 31. In no case may a person be entitled to vote at any club meeting whose dues are unpaid as of the date of the meeting.

c.) BY EXPULSION, Membership may be terminated by expulsion as provided in Article VI of these By-Laws

ARTICLE II

MEETINGS AND VOTING

SECTION 1: CLUB MEETINGS. Meetings of the club may be held by methods in accordance with New Jersey State Law such as electronic, virtual, teleconference, or methods as may be developed and shall be held within the Club's territory if held in person. The Club's Territory as used in this section and all subsequent sections of the By-laws is defined as northern New Jersey with Somerset County being the focal point and with counties from Mercer and Monmouth Counties north. Meetings of the club shall be held at a minimum of 6 times per year at such hour, place, and method as may be designated by the Board of Directors. At least one (1) in-person meeting is required during each calendar year. Notice of each such meeting shall be sent at least ten (10) days prior to the meeting. The quorum for such meetings shall be twenty (20) percent of the eligible voting members in good standing. Notification of club and board meetings (also dues notices, minutes and newsletters) may be sent via email, provided that each member or board member has signed an authorization agreeing to this method of communication. Non-voting members do not count towards the determination of a quorum.

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 meetings of the Board; and may also be called by the Secretary upon receipt of a petition signed by five (5) members of the club who are in good standing. Special Club Meetings may be held by methods in accordance with New Jersey State Law such as electronic, virtual, teleconference, or methods as may be developed and shall be held within the Club's Territory, if held in person, as may be designated by the person or persons authorized herein to call such meetings. ~~Written~~ Notice of such meetings shall be sent via USPS and/or email by the Secretary at least five (5) days and not more than fifteen (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 meetings shall be the same as for Regular Meetings. Non-voting members do not count towards the determination of a quorum.

SECTION 3: BOARD MEETINGS. Board Meetings may be held by methods in accordance with New Jersey State Law such as electronic, virtual, teleconference, or methods as may be developed and shall be held within the Club's Territory, if held in person, Meetings of the Board of Directors shall be held at least six (6) times per year at such date, place, hour, and method as may be designated by the board. Written notice of each meeting shall be sent via USPS and/or email by the Secretary at least five (5) days prior to the date of the meeting. The quorum for such meetings shall be a majority of the Board.

SECTION 4: SPECIAL BOARD MEETINGS Special meetings of the Board may be called by the president; and shall be called by the Secretary upon receipt of a written request signed by at least three (3) members of the Board. Such special meetings may be held by methods in accordance with New Jersey State Law such as electronic, virtual, teleconference, or methods as may be developed and shall be held in the Club's Territory, if held in person, at such date, place, hour, and method as may be designated

by the person authorized herein to call such meeting. Notice of such meeting shall be mailed by the Secretary at least five (5) days and not more than ten (10) days prior to the date of the meeting or email notice shall be filed at least three (3) days and not more than five (5) 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 meeting shall be a majority of the Board.

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/she is present. Proxy voting will not be permitted at any meeting or election.

ARTICLE III

DIRECTORS AND OFFICERS

SECTION 1: BOARD OF DIRECTORS The Board shall consist of five (5) voting members who shall be President, Vice President, Secretary, Treasurer, and one (1) elective members, all of whom shall be members in good standing and all of whom shall be elected for one (1) year terms at the Club's annual meeting as provided for in Article IV and shall serve until their successors are elected. No member shall be eligible for election as an elective Board member for more than three (3) consecutive one-year terms. General management of the club's affairs shall be entrusted to the Board of Directors, except in no one case may it spend more than \$500 at one time and no more than \$1,000 in any one fiscal year without specific authorization of the Club.

SECTION 2: OFFICERS The officers of the club shall be President, Vice President, Secretary, and Treasurer. They shall be elected at the annual meeting in January and their terms shall be for one (1) year, beginning at the conclusion of the January meeting.

- 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 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 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 matters of which a record shall be ordered by the Club. The Secretary shall have charge of the correspondence, notify members of meetings, notify new members of their election to membership, notify officers and directors of their election to office, keep a roll of the members of the Club with their addresses (which is fully updated/verified annually by April 1st and maintained as changes occur), and carry out such other duties as are prescribed in these by-laws.
- d.) The Treasurer shall collect and receive all money due or belonging to the club. He/she shall deposit the same in a bank designated by the Board, in the name of the club. His/her books shall at all times be open to 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 accounting of all moneys received and expended during the previous fiscal year. The treasurer shall be bonded in such amount as the Board of Directors shall determine.
- e.) The offices of Secretary and Treasurer may be held by the same person in which case the Board shall be comprised of the officers and one (1) other person-

SECTION 3: DELEGATE TO THE AMERICAN BOXER CLUB The Club President is designated as delegate to the American Boxer Club. He/she is authorized to act on the club's behalf and to cast its vote at these membership meetings, ABC Club President's meetings or other such meetings. The delegate will assign a proxy for the ABC meetings, if unable to attend the ABC meeting. The Secretary shall furnish to the American Boxer Club satisfactory evidence of such delegate's authority.

SECTION 4: VACANCIES Any vacancies occurring on the Board or among the officers or delegate to the ABC during the year shall be filled until the next annual election by a majority vote of all the then Board members 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 the President shall be automatically filled by the Vice President and the resulting vacancy in the office of Vice President shall be filled by the Board.

ARTICLE IV

THE CLUB YEAR, ANNUAL MEETING, ELECTIONS

SECTION 1: CLUB YEAR The Club's fiscal year shall begin on the 1st day of January and end on the last 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 January at which time Officers and Directors for the ensuing year shall be elected by secret written paper or electronic ballot from among those nominated in accordance with Section 4 of this Article. Each retiring officer shall turn over to his/her successor in office all properties and records relating to that office within thirty (30) days of the Annual Meeting. The Club's Official Year shall begin immediately at the conclusion of the election of Officers at the annual meeting and shall continue through the election at the next annual meeting.

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

SECTION 4: NOMINATIONS No person may be a candidate in a club election who has not been nominated. During the month of September, the Board shall select a Nominating Committee consisting of three (3) members, not more than one of whom may be a member of the Board. The Secretary shall immediately notify the committee people and alternates of their selection. The Board shall name a chairperson for the Committee, and it shall be his/her duty to call a committee meeting which shall be held on or before November first.

- a.) The committee shall nominate one (1) candidate for each office and the open position the Board, and after securing the consent of each person nominated, shall immediately report their nominations to the Secretary in writing.
- b.) Upon receipt of the Nominating Committee's report, the Secretary shall before the November meeting notify each member in writing of the candidates so nominated.
- c.) Additional nominations may be made at the November meeting by any member in attendance provided that the person so nominated does not decline when his/her name is proposed, and provided further that if the proposed candidate is not in attendance at this meeting, his/her proposer shall present to the Secretary a written statement from the proposed candidate signifying his 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 President with the Board's approval may each year appoint standing committees to advance the work of the Club. -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 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 American Kennel Club automatically shall be suspended from the privileges of this club for a like period.

SECTION 2: AMERICAN BOXER CLUB SUSPENSION Any member who is suspended from the American Boxer Club automatically shall be suspended from the privileges of this club for a like period.

SECTION 3: CHARGES Any 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 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 consider whether the alleged charges, if proven might constitute conduct prejudicial to the best interests of the Club or Breed. If the Board considers that the charges do not allege conduct which would be prejudicial to the best interests of the Club or Breed it may refuse to entertain jurisdiction. If the Board does entertain jurisdiction of the charges, it shall fix a date of a hearing by the Board not less than three (3) weeks or more than six (6) weeks thereafter. The Secretary shall promptly send one copy of the charges to the accused member by registered mail together with a notice of the hearing and an assurance that the defendant may personally appear in his/her own defense and bring witnesses if he/she wishes.

SECTION 4: BOARD MEETING 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 evidence and testimony presented by the complainant and defendant, the Board may, by a majority vote of those present, 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 a 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, its findings shall be put in written form and filed with the Secretary. The Secretary, in turn, shall notify each of the parties of the Board's decision and penalties if any.

SECTION 5: 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 a proceeding 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/her 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 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 suspension of the Board 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 (20) percent 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 2/3 secret vote of the members in good standing present and voting at any regular or special meeting called for that purpose, provided the proposed amendments have been included in the notice of the meeting and mailed to each member at least two (2) weeks prior to the date of the meeting.

ARTICLE VIII

DISSOLUTION

SECTION 1: DISSOLUTION The Club may be dissolved at any time by written consent of not less than 2/3 of the members in good standing. In the event of the dissolution of the Club other than for the purpose of reorganization whether voluntary or involuntary or by operation of the law, none of the property of the Club nor any proceeds thereof nor any assets of the Club shall be distributed to any members of the Club, but after payment of the debts of the Club, its property and assets shall be given to a charitable organization for the benefit of dogs selected by the Board of Directors unless otherwise prohibited by State Law.

ARTICLE IX

ORDER OF BUSINESS

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

- Roll Call
- Reading of minutes of last meeting
- Report of President
- Report of Secretary
- Report of Treasurer
- Report 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 Roberts 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 special rules of order the club may adopt.