

HOOSIER WORKING AUSTRALIAN SHEPHERD CLUB, INC. BYLAWS

Article I *Name, General Provisions*

Section 1. Name. The name of the club is the “Hoosier Working Australian Shepherd Club, Inc.”

Section 2. Identification. The club is an official affiliated club of the Australian Shepherd Club of America, Inc. (ASCA), and shall not affiliate with any other dog club or registry.

Section 3. Address. The business/ mailing address of the Club at time of adoption of these Bylaws is:

Hoosier Working ASC
408 South Main Street
Lynn, IN 47355

The Business address of the Club may be changed at any time by a vote of the Board of Directors.

Section 4. The Club and ASCA. The Affiliate Club is referred to as “the Club” and the Australian Shepherd Club of America, Inc. is referred to as “ASCA” in these bylaws.

Article II *Objectives*

Section 1. To encourage and promote the breeding of purebred Australian Shepherds in such a manner as to bring their natural qualities to the highest degree attainable. To encourage and promote the preservation of the Australian Shepherd’s working instinct and abilities. It shall strive to educate and assist all owners of the breed to improve their knowledge of the breed and its history.

Section 2. To protect and advance the interest of the Australian Shepherd breed and to encourage ethical breeding practices and sportsmanlike competition at *all* dog shows and trials.

Section 3. To conduct Conformation Shows, Stockdog Trials, Obedience Trials, Agility Trials, Tracking Tests, and other events under the rules and regulations of ASCA.

Section 4. To encourage all breeders to accept the breed standard adopted by ASCA as the only standard of excellence by which the breed shall be judged.

Article III *Non-Profit Status*

Section 1. 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.

Section 2. The Club shall not engage in any form of discrimination which adversely affects ASCA's tax exempt status under Internal Revenue Code Section 501 [C][3].

Section 3. ASCA Trademarks and the like. The names, logos, trademarks, and service marks of ASCA may not be used by the Club or its members unless authorized by ASCA.

Article IV ***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 V ***Corporate Property***

All property of the Club shall be devoted exclusively to furthering the objectives of the Club, and on dissolution of the Club, such property shall be distributed by Article VI of these Bylaws.

Article VI ***Dissolution***

Section 1. The Club may be dissolved at any time by the written consent of not less than three-fourths (3/4ths) of the members. In the event of the dissolution of the Club, 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 by any members of the Club, but after payment of 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.

Section 2. Written notification of the dissolution must be given to ASCA before the effective date.

Section 3. Funds which are subject to dispute involving the Club will be deposited in the ASCA Dispute Funds Trust. At resolution of the dispute, the amount in dispute will either be disbursed to the appropriate claimant or transferred to the Aussie Rescue Fund, or the ASCA National Specialty Fund in the name of the dissolving Club.

Article VII

Membership

Section 1. Eligibility. Membership shall be open to all persons who are in good standing with the Australian Shepherd Club of America, Inc. and the Hoosier Working ASC, and who shall subscribe and adhere to the principles and objectives of this Club. Persons who are currently suspended or expelled from ASCA may not join this Club until they are reinstated in ASCA.

Section 2. 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 of Resolution of Disputes of both ASCA and the Club. Dues shall accompany the application.

Section 3. 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 both ASCA and the Club.

Section 4. Types of Membership.

Individual Membership, entitled to one vote

Joint Membership (Two members of one household, or two partners), entitled to one vote each.

Section 5. An applicant is admitted to membership only upon election by the Board of Directors. The Club may admit such applicant by a favorable vote of three-fourths (3/4ths) of the Board of Directors present.

Section 6. Disputes and Discipline. Disputes between Club members, between a member and the Club or involving non-members and pertaining to Club affairs or a Club sanctioned event, shall be decided in accordance with the Dispute Rules as adopted by ASCA. Any discipline or sanctions issued or administered by the Club shall be in conformity with such rules.

Section 7. The fiscal year of the Club shall begin on the first day of January and end of the 31st of December. Membership dues shall be determined by the Board of Directors annually, not to exceed twenty-five dollars per year, payable on or before the 1st of January of each year. No member whose dues are not paid for the current fiscal year may vote or be entitled to any other privileges or benefits of membership. During the month of November, the Treasurer shall send to each member a statement of his/her dues for the ensuing fiscal year.

Section 8. Termination of Membership. Membership may be terminated by:

{a} Resignation. Any member may, by written request, resign from membership in the Club. Dues will not be refunded.

{b} By Lapsing. Any member whose dues remain unpaid by March 1 of any fiscal year will be considered lapsed in membership.

{c} By Suspension; Expulsion. Any member who is disciplined by ASCA is deemed disciplined to the same extent by the Club.

Article VIII
Club Business

Section 1. Fiscal Year. The Club's fiscal year is from January 1 to December 31. The Club's official year shall begin immediately upon installation of its elected officers and end upon their termination of office.

Section 2. Membership Meetings. One or more general meetings shall be held annually with the dates to be determined by the Board. Members shall be notified of all meetings not less than 15 days prior to the selected date.

Section 3. The Board shall meet not less than twice yearly to conduct business of the Club. Special meetings of the Board may be called by the President at any time, with 15 days notice to the members of the Board.

- A. A quorum shall consist of 5 Directors. The presence of a quorum is necessary for all voting. Unless otherwise specified in these Bylaws, any matter may be passed by the Board of Directors by a simple majority of those Directors present to vote.
- B. 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 whose conduct is in question may be present.

Section 4. Voting by balloting the entire membership may only be permitted in special cases as determined by these Bylaws.

- A. In cases of voting by balloting of the 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 present to effect a decision, the question shall be brought before the membership present at the next general membership meeting of the Club and voted upon at that time. A majority vote of those in attendance shall then be considered sufficient to effect all decisions of the Club.

Article IX
Directors and Officers

Section 1. The Board. The Board shall consist of all officers of the Club, and (2) two additional Club members elected from the general membership. Members of the Board shall serve a (1) year term of office, and shall be expected to attend a majority of meetings of the Board to effect the duties of their office. No person may be elected to the same office for more than (3) two consecutive terms.

Section 2. The Officers. The officers of the Club shall consist of the President, Vice President, Secretary, Treasurer, and Affiliate Representative. All officers must be in good standing of ASCA. Persons who are currently suspended or expelled from ASCA may not run for office in this Club until they are reinstated in ASCA.

- A. President: Who shall preside over all meetings, chair the Board, and exercise supervision over all affairs and activities of the Club. Refer to Robert's Rules of Order for the President's voting privilege.
- B. Vice President: Who shall assume the duties of the President during his/her absence, illness or incapacity. 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 a replacement for the Vice President shall be appointed by the Board for the like term.
- C. Secretary: Who shall keep all records of the Club, record the minutes of all meetings, give notice to all members as may be required, and maintain all correspondence for the Club. The Secretary shall maintain with reach at all meetings, copies of the Bylaws, special rules of order and standing rules.
- D. Treasurer: Who shall be entrusted with all financial records and monies of the Club, shall collect dues and pay debts of the Club, and keep records of all transactions under his/her supervision. The Treasurer shall notify the Board of all expenditures in excess of \$300 and the Board must consent to the expenditure before payment is made. All funds shall be deposited in a Bank designated by the Board. His/her books shall be open to inspection by the Board at all times, and he/she shall report the status of the Club's finances at each general membership meeting and each Board meeting. The Treasurer has the duty of fiduciary to the Club.
- E. Affiliate Representative: Who shall be the Club liaison representative to the Australian Shepherd Club of America, Inc., and be empowered to represent the Club at its Board in all business and correspondence with the parent Club and its affiliates. He/she shall give report of all activities and communication with the parent Club at each general membership meeting; and he/she shall communicate all impending matters with the Board and/or the President as they arise. The Affiliate Representative is responsible for distributing all ASCA business to the Club.
- F. Show Coordinators: Shall be appointed by the Board of Directors. The Show Coordinators are 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 3. Any vacancies occurring on the Board or among the officers of the Club shall be filled until completion of that term of office by a majority vote of the Board at its next regular meeting following the creation of the vacancy, except for the Office of President as approved by these Bylaws. Any member of the Board or officer of the Club who is absent for more than half of the Club meetings shall have resigned by reason of absence.

Article X
Liability of Members

Section 1. Personal Liability. 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.

Section 2. A member may not incur debt for the Club without approval of the Board of Directors. Such a person is personally liable for the debt. However, the Board of Directors may ratify such a debt by a simple majority of those Directors present to vote at any meeting of the Board of Directors.

Section 3. No person shall use the name, mailing list, or official insignia of the Club for other than Club purposes.

Article XI
Annual Meeting

Section 1. An annual meeting may be called by the President and Board as concurrent as possible with the election of new officers every year. Normal conduct of this meeting shall include a report from the President on the activities of the Club's past year, a report by the Secretary on the growth of the Club, a report of the Club's financial status by the Treasurer, a report by the Affiliate Representative on ASCA affairs, a report by outstanding committee heads as directed by the President, installation of new Club officers, and the presentation of Club awards.

Article XII
Nominations and Elections

Section 1. Nominations and elections are to be scheduled so the new slate of officers are installed before the Affiliate renewals are due back to the ASCA Business Office on January 1.

Section 2. With the new officers on the renewal form, the listing of all Affiliate Clubs at the Business office and in the Aussie Times will be correct as of January 1. Any change of officers during the year must be sent to the ASCA Business Office within 30 days of the change.

Section 3. On or before the month of September, yearly, the President shall appoint a nominating committee which shall propose and present a slate of nominees for election to all officers of the Club and its Board. The Nominating committee shall consist of three members in good standing, one of whom must be a member of the Board. The President may not serve on the Nominating Committee. The Nominating Committee shall select its own chairperson. Said slate of nominees shall be presented to the Board no later than the 1st day of October.

- A. No member whose dues are not paid may be a nominee.
- B. No member who has not consented to nomination may be a nominee.
- C. No member who has been suspended or expelled from ASCA may be a nominee.
- D. Nominees must have been members of the Club for a minimum period of one (1) year at the time of nominations.
- E. Nominees must have volunteered and worked at a minimum of two (2) Club sponsored events and must have participated in a majority of general membership meetings during the year prior to the nominations.

Section 4. During the month of October, a general membership meeting shall be called to present the officer/Board nominee slate, as selected by the nominating committee, to the membership; or notice thereof shall be presented to the membership by mail. Additional nominations shall be solicited from the membership from the floor, or by mail, at this time. All additional nominees must consent to nomination on or before the 1st day of November to qualify for such a nomination.

Section 5. Elections shall be held during the month of November, and shall be conducted by mail. Voting ballots shall be sent to all voting members on or before the 10th day of November, and voting will cease on the 31st day of November. Election of the nominees shall be effected by a mandatory vote of these ballots received by the close of voting date. Elected candidates shall assume the duties of office on or before the 30th day of December.

Section 6. Nominations and elections cannot be made in any manner other than as provided herein.