

THE NORTHERN CALIFORNIA LEONBERGER CLUB (NCLC)

BYLAWS

ARTICLE A: VOTING AND GENERAL MEMBERSHIP

Section 1.

Voting and Club Officer eligibility is limited to LCA members in good standing living within the Northern California region. The membership structure shall comply with the LCA Bylaws , Article I, Section 1.

Section 2.

General membership is open to all members in good standing within the Leonberger Club of America (LCA).

Section 3.

Dues shall be determined by vote of the membership at the annual meeting but shall in no event exceed the annual dues charged by the LCA.

ARTICLE B: MEETINGS

Section 1.

The membership meeting of the Club shall be held not longer than 18 months and not sooner than 6 months after the date of the last annual meeting.

Section 2.

Written notice shall be mailed at least 21 days prior to the date of the annual specialty and meeting.

Section 3.

The quorum for the annual meeting shall be 10% of the voting membership.

Section 4.

After the annual meeting the board shall meet. Other meetings of the board shall be held as designated by the president. Reasonable notice shall be provided to all board members of such meetings. Four of the five board members must be present for a quorum. A board member who refuses to attend a duly called meeting upon reasonable notice may be replaced by a vote of the remaining board members. Upon replacement of the non-complying board member, the meeting of the board may proceed.

ARTICLE C: DIRECTORS AND OFFICERS

Section 1. Board of Directors

The board shall be comprised of five (5) voting members who reside within the geographic region specified in the NCLC Constitution. The term of all board members shall expire at the conclusion of the annual meeting. Nominations for the board members shall be taken at the annual meeting, immediately followed by a vote of the voting members. The purpose of the board shall be to set policy for the Club consistent with the purposes of the Club. All policies must conform to the rules and policies of the LCA. Vacancies shall be filled by vote of the remaining board members. The term of any replacement board member shall expire at the next annual meeting.

Section 2. Officers

There shall be three (3) officers, as follows: President, Secretary and Treasurer. The officers shall be elected by the board from the membership of the board during the board meeting after the annual meeting. The President shall be the chief executive officer responsible for administering the policies of the club and assuring that the annual meeting and specialty occurs.. The President shall also make an annual report of the club's activities and finances to the board. The Secretary shall take minutes of all club meetings and shall handle all financial transactions including collection of dues and show entry fees, as well as the payment of the annual fee to the LCA Treasury. The Treasurer shall maintain a separate checking account for club funds and maintain a ledger of income and expenses. Club funds may not be mingled with personal funds of any person. The board may inspect club financial records upon request. Vacancies shall be filled pursuant to Art. C, Section 1, above.

ARTICLE D: VOTING AND ELECTIONS

Section 1.

Voting members may vote at club meetings. 10% of the voting membership shall constitute a quorum. Voting by proxy is not permitted. A simple majority shall prevail.

Section 2.

Nominations for board members shall be taken and voted upon pursuant to Article C, Section 1, above. The Treasurer shall verify payment of dues and residency of any nominee.

ARTICLE E: COMMITTEES

There shall be no standing committees, however, the president may appoint volunteers to assist with organizing club events.

ARTICLE F: DISSOLUTION

The club may be voluntarily dissolved at any time by majority vote of the voting members at a meeting. In the event of dissolution, whether voluntary or otherwise, none of the property or

assets of the club shall be distributed to any club members, but after meeting all financial obligations, any remaining property or assets shall be tendered to a dog related charity.

ARTICLE G: ORDER OF BUSINESS

At all meetings of the club or the board, the order of business should be as follows:

Roll Call

Minutes of the last meeting

Officer's reports

Unfinished business

New business

(including election of board members at the general meeting and officers at the board meeting)

Adjournment