



# Bylaws of the Bosque BarnStormers

## ARTICLE I – Name and Purpose

**SECTION 1. Name.** The name of this club is Bosque BarnStormers, which may also be referred to herein as “the club.”

**SECTION 2. Purpose.** Bosque BarnStormers has been formed as a non-profit organization for the purpose of training and educating its members in the sport of barn hunt, and for holding and participating in Barn Hunt activities, including but not limited to practice drills, fun matches and barn hunt trials.

To achieve its mission, Bosque BarnStormers will:

- A. provide support, information and training relating to barn hunt activities to club members and persons interested in participating in barn hunt events, including but not limited to rules and regulations pertaining to barn hunts, the proper care of rats and dogs participating in activities to ensure their safety at all times;
- B. promote the sport of barn hunt without regard to breed or pedigree of the dogs; however, all dogs participating in Bosque BarnStormers activities must understand some basic obedience commands to ensure the safety of the participants, including the rats;
- C. require sportsmanlike conduct at all barn hunt activities; and
- D. conduct barn hunt fun matches and trials sanctioned by and in accordance with the rules and regulations of the Barn Hunt Association.

## ARTICLE II – Directors

### SECTION I. Board of Directors.

The general management of the club's affairs is entrusted to the Board of Directors. Every Director of the *Bosque BarnStormers* shall perform his or her duties in good faith and in a manner he or she reasonably believes to be in the best interest of the *Bosque BarnStormers* and with such care as would be used by an ordinarily prudent person in a like position with respect to a similar organization.

- A. The Board of Directors shall be comprised five persons holding staggered terms of three years to ensure continuity of the club’s activities.

- B. The elected Board of Directors shall be comprised of members of the Bosque BarnStormers, all of whom shall be members in good standing with the club and all of whom are residents of New Mexico. No two members of the same family shall serve simultaneously on the Board of Directors.
- C. In addition to the elected Directors, there shall be an optional sixth Director position reserved for any member (1) in good standing, (2) who provides property, facilities and accommodations for a period of at least one year, and (3) for at least 75% of the club's primary and routine activities, such as but not limited to drills, seminars and club meetings. This position may be filled by that member at his or her request, and may be held by that member for so long as the member meets the qualifications identified above. If the member chooses not to fill that position, then it shall remain vacant until such time as any other member meets the qualifications of this optional Director position.
- D. The Directors named in the club's Constitution as the first Board of Directors shall hold office until the first annual meeting of the members, at which time an election of all five Directors shall be held.
- E. The election of the Board of Directors shall thereafter be staggered as provided in Article VI of these bylaws, as follows:
  - 1. At the second annual meeting of the members, Director positions A and C will again be up for election. The persons elected at that time will hold their Director position for three years.
  - 2. At the third annual meeting of the members, the remaining three Director positions B, D and E shall be up for election. The persons elected at that time will hold their Director positions for three years.
  - 3. All Director positions shall thereafter be held for terms of two years.
- F. Directors shall serve until their successors are elected.
- G. The President and Vice President of the Bosque BarnStormers shall be Directors.

## **SECTION 2. Meetings of Directors.**

Voting on club business at meetings of the Board of Directors shall be limited to members of the Board; however, any member in good standing may attend and participate in discussions.

- A. ***Manner of Meetings.*** Meetings of the Directors of the Bosque BarnStormers may be held anywhere in the State of New Mexico, and may be held by telephonic conference call, electronic conferencing, or by any other medium in which all persons attending can actively communicate and participate in the meeting, and participation by such means shall constitute presence in person at the meeting.
- B. ***Regular meetings.***
  - 1. The first meeting of the elected Board shall be held immediately following the election of the Board at the annual meeting of the members. Other meetings of the Board of Directors shall be held at such times and places as are designated by the President or by a majority vote of the entire Board.

2. Regular meetings of the Directors, including the first meeting of the Directors following the annual meeting of the members, may be held without notice if the time and place of such meetings is fixed by the Board.
3. Written notice of meetings that are not held at a fixed place and time shall be mailed by the Recording Secretary to the Directors, which may include electronic mailing by the Secretary, at least 5 days prior to the date of the meeting.
4. Any action required or permitted to be taken at any meeting of the Directors may be taken without a meeting if all the Directors consent to the action in writing and the written consents are filed by the Recording Secretary with the records of the meetings of Directors. Such consents shall be treated for all purposes as a vote at a meeting.
5. The Board may invoke executive session to discuss confidential matters, such as membership applications or disciplinary issues, whereby the meeting is closed to the membership and only the Directors and necessary parties may attend, at either a regularly-scheduled or an ad hoc Board meeting. However, prior to entering into the executive session the Board must announce the general subject matter that will be discussed in that session, and after its conclusion must announce to the membership any final decisions that were made during the session.

**C. *Special Board Meetings.*** Special meetings of the Directors shall be held only upon notice to the Directors.

1. Special meetings of the Board may be called by the President.
2. Special meetings shall be called by the Recording Secretary upon receipt of a written request signed by at least three members of the Board.
3. Special meetings shall be held at such place, date and hour as may be designated by the President.
4. Written notice of such special meeting, which can include electronic mailing, shall be mailed by the Recording Secretary at least two days and not more than fourteen 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 at that meeting.
5. The meetings may be conducted telephonically or electronically, so long as all attending Board members are able to communicate and actively participate during the meeting.
6. Actual presence of a Director at any meeting shall constitute a waiver of any notice above provided as to such Director.

**D. *Quorum.*** A quorum at any annual, regular or special meeting shall consist of a majority of the directors then in office. For a Board consisting of four or five Directors, at least 3 Directors are required for a quorum.

**E. *Ratification of actions.*** Annual, regular or special meetings, at which a majority of the Directors are not present and at which there is therefore not a quorum, may be held and business transacted; however, no action shall be valid unless approved at a subsequent meeting in which a quorum is present.

**F. *Board Business.*** The Board of Directors may conduct business by telephone conference call, electronic conferencing, mail, email or fax, provided it does not conflict with any other provision of these bylaws. Items voted upon by telephonic or electronic conference call, mail, email or fax must be confirmed in writing, which may include email, within seven days.

- G. Any item of business requiring a vote of the Board of Directors may be passed with a simple majority vote, except that any matter regarding the amendment of the club's bylaws or constitution requires a vote of the club's membership.
- H. **Committees.** The Board of Directors may create standing and special committees with such power and duties as the Board may determine.
- I. **Vacancies.** In the event any vacancy shall occur because of death, resignation, incapacity to act, or removal of a Director, then the remaining Directors shall, within a reasonable time, fill the vacancy or vacancies until the next election. Any vacancies occurring on the Board or among the Offices during the year shall be filled until the next annual election by a majority vote of all the then 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 Vice President shall be filled by the Board.

### **ARTICLE III Officers**

#### **SECTION 1. Officers.**

- A. **Officer Positions.** There shall be five Officer positions, some or all of which may be held by the Directors: President, Vice President, Treasurer, Recording Secretary, and Corresponding Secretary.  
  
The President and Vice President of the Bosque BarnStormers shall be Directors.
- B. **Duties of Officers.** Officers shall serve in their respective capacities both with regard to the club and its meetings and the Board and its meetings. An officer of the Bosque BarnStormers shall perform his or her duties in good faith and in a manner he or she reasonably believes to be in the best interest of the Bosque BarnStormers and with such care as would be used by an ordinarily prudent person in a like position with respect to a similar corporation.
- C. The initial Officer positions will be appointed by the Board until the club's first annual member meeting, at which time Officer positions, except for the Treasurer position, will be filled by appointment or re-appointment by the Board at that time. The Treasurer position must be filled through an election by the club membership.
- D. The term of any Officer position shall be three years. There is no limit to the number of times an Officer may hold the position.
- E. Descriptions of the Officer positions include, but are not necessarily limited to, the following:
  - 1. **President.** The President shall preside at all meetings of the club and shall have the duties, responsibilities, and powers normally assigned to the office of President. The President shall have the right to call meetings, appoint special committees, and coordinate the appointment or election of officers, committees, and the Board.

**2. Vice President.** The Vice President shall have the duties and exercise the powers of the President in the event of the absence, incapacity or resignation of the President. This person shall assist the President in any manner which the President deems necessary.

**3. Recording Secretary.** The Recording Secretary shall create and keep a written record of all meetings of the club and of the Board, and of all votes, including those taken by mail, and of all matters of which a record shall be ordered by the Board. The Secretary shall maintain a master file of necessary business and legal forms needed by the club. The Secretary shall also maintain a current master membership roster, and carry out such other duties as are prescribed in these bylaws or the Board.

**4. Corresponding Secretary:** The Corresponding Secretary shall handle all correspondence involving the club, such as communications with the membership, the announcement of Board and membership meetings, and communications with the Barn Hunt Association. He or she will be in charge of the Board's correspondence to external third parties, and carry out such other duties as are prescribed in these bylaws or by the Board.

**5. Treasurer.** The Treasurer shall collect and receive all monies due to the club and shall pay expenses incurred, as authorized by the President, Vice President or the Board of Directors. Moneys shall be deposited in a bank designated by the Board, in the name of the Bosque BarnStormers. The Treasurer shall report to the club, at every meeting, the condition of the club's financial status, including a monthly income/expense summary. The Treasurer will monitor expenses and report discrepancies to the Board. The club's financial record shall be open to all members. At the annual meeting, an accounting shall be rendered of all moneys received and expended during the previous fiscal year. The Treasurer shall make all filings that may be required with state and federal tax entities, and shall be bonded, if at all, in such amount as the Board of Directors shall determine.

a. The books and accounts of the Treasurer shall be subject to annual review by and as directed by the Board. In addition, those records are subject to independent audits as directed by the Board or as otherwise required by law.

## **ARTICLE IV Membership**

### **SECTION 1. Eligibility.**

Membership shall be open to any person who subscribes to the objectives of the club. No person will be excluded from membership on the basis of the breed, pedigree, or registration eligibility of any dog they own or handle. However, all dogs participating in *Bosque BarnStormer* activities must understand some basic obedience commands to ensure the safety of the participants, including the rats. If a dog is deemed by a drill leader or trial chair to be unsafe to the rats or other human or canine participants, the dog will be excused from and ineligible to participate in *Bosque BarnStormer* activities.

### **SECTION 2. Types of Membership.**

There shall be two types of membership:

**1. Individual.** This membership is for individuals, regardless of the number of dogs they will participate with. The member shall be given all rights and privileges as stated in the Bylaws, and shall be entitled to one vote.

**2. Family.** This membership is for families, regardless of the number of dogs they will participate with. Family members shall be given all rights and privileges as stated in the Bylaws, and shall be entitled to two votes per membership.

### **SECTION 3. Dues.**

Dues for each type of membership shall be recommended by the Board of Directors and approved by a majority vote of the membership at any scheduled Membership meeting. During the month of January, the Treasurer shall send to each member a statement of dues for the coming year. Continuing membership dues must be paid in full on or before March 1 of the calendar year. Full annual dues are required for new members joining the club between January 1 and June 30; membership dues will be required at 50% of the annual dues amount for the remainder of the year during which new members join.

### **SECTION 4. Election to Membership.**

**A. Application.** Each applicant for individual or family membership shall apply on a form as approved by the Board of Directors, which shall indicate that the applicant agrees to abide by the Bylaws and rules of the club.

**B. Vote.** (a) The Board may vote on prospective members at the next scheduled Board meeting, provided that a complete application including the appropriate sum for dues for the remainder of the calendar year is submitted. To vote on membership, a quorum of Directors must be present at the meeting. A majority of those present and voting in the affirmative shall constitute the acceptance of the application(s) for membership.

(b) Alternatively, the Board may vote on prospective members via email. To vote on a membership application by email, a copy of the application must be provided to each member, and a record of the vote must be recorded. A quorum of the members must respond via email and of those responding, a majority vote is required to accept the membership application.

**C.** Member prospects may attend a meeting at which their application is considered by the Board, but may not be present during that part of the meeting devoted to discussing and voting on their or any other prospective member's acceptance for membership.

**E. Rights and Liabilities of Members.** The members of the Bosque BarnStormers shall have no right, title or interest whatsoever in its income, property or assets, nor shall any portion of such income, property or assets be distributed to any member on the dissolution or winding up of this corporation. Members of the club shall not be personally liable for the debts, liabilities or obligations of the club, and shall not be subject to any assessments.

### **F. Termination of Membership**

Memberships may be terminated, with no dues refunded, in the following ways:

**1. By Resignation.** Any member in good standing may resign from the club at any time. No reimbursement of membership dues will be paid to the resigning member. Reimbursements of other costs owed by the club to the resigning member by the club will be paid at the Treasurer's

earliest opportunity, so long as any debts owed by the resigning member to the club have been paid in full.

**2. By Lapsing.** A membership will be considered as lapsed and automatically terminated if a member's annual dues remain unpaid after April 1 of the calendar year. Members whose memberships have been so terminated must reapply for membership if they wish to rejoin the club.

**3. By Expulsion.** A membership may be terminated by expulsion as provided in Article VI of these

## **Article V Members Meetings**

**SECTION 1. Annual Membership Meetings.** An Annual Meeting of the club will be held during the third calendar quarter of the year. The annual meeting of the *Bosque BarnStormers* shall be held at a place, date and hour designated by the Board of Directors. Notice to members of a club meeting may be done by email, by notice in the club newsletter, on the club website or Yahoo groups, or by any other recognized method that will reach all members. Such notice must be provided by the Corresponding Secretary at least 30 days prior to the date of the meeting. If necessary, the meetings may be conducted telephonically or electronically, so long as the Directors, Officers and attending members are able to engage in active participation during the meeting.

The quorum for such meetings shall be 20% of the *Bosque BarnStormers* members in good standing.

**SECTION 2. Special Club Meetings.** Special *Bosque BarnStormers* meetings may be called by the President, or by a majority vote of the members of the Board who are present at a meeting of the Board or who vote by mail, including email; and shall also be called by the Corresponding Secretary upon receipt of a petition signed by 20% of the members of the club who are in good standing. Such special meetings shall be held at such place, date and hour as may be designated by the Board of Directors. If necessary, the meetings may be conducted telephonically or electronically, so long as the Directors, Officers and attending members are able to engage in active participation during the meeting. Written notice of such a meeting, which may include electronic mailing, shall be mailed by the Corresponding Secretary at least 14 days and not more than 30 days prior to the date of the meeting, and said notice shall state the purpose of the meeting, and no other *Bosque BarnStormers* business may be transacted at that meeting.

The quorum for such meeting shall be 20% of the club members in good standing.

**SECTION 3. Agenda Items.** Members desiring to place items on a meeting agenda shall submit such items to the President no fewer than ten calendar days prior to the meeting. The quorum for such meetings shall be twenty percent of the members in good standing, counting individual memberships singly and family memberships doubly.

**SECTION 4. Consent to Action Taken without Meeting of Members.** Any action required or permitted to be taken at any meeting of the members may be taken without a meeting if all

members entitled to vote on the matter and who respond to a request for consent provide their consent to the action in writing, which writing may include email, and the written consents are filed with the records of the meetings of members. Members must be given the option of providing or denying their consent, and such responses shall be treated for all purposes as a vote at a meeting.

**SECTION 5. Waiver of Notice of Meetings.** Whenever notice of a meeting is required to be given to a member under these bylaws or the Articles of Organization, a written waiver thereof, executed before or after the meeting by the member or his representative and filed with the records of the meeting, shall be deemed equivalent to such notice. Actual attendance at the meeting may also be considered a waiver of notice of the meetings.

## **Article VI Committees**

**SECTION 1.** The Board of Directors and/or President may appoint standing or special committees or positions to advance the work and interests of the club. The standing and special committees will have such power and duties as the Board of Directors may determine, and shall be subject to the final authority of the Board.

**SECTION 2.** Committee Chairs may solicit assistance from the membership to serve on these committees as necessary.

**SECTION 3.** Committee Chairs may serve on multiple committees, as well as on the Board of Directors.

**SECTION 4.** Committee Chairs will not receive monetary compensation for their efforts, but drill, fun match and Bosque BarnStormers barn hunt trial entry fees for those persons will be waived by the club during their service period.

**SECTION 5.** These special committees or positions may include, but are not required or necessarily limited to:

- a. **Barn Hunt Representative.** The Barn Hunt representative shall establish and maintain communication between the club and Barn Hunt Association. This position shall keep members informed of all Barn Hunt Association activities and rule changes.
- b. **Trial Committee.** Trial committees are delegated responsibility for the coordination and conducting of individual trials, fun matches and other such events.
- c. **Volunteer of the Year.** This committee will solicit, review, and make recommendations for the Volunteer of the Year award.
- d. **Public Relations.** The Public Relations Chair shall be responsible for any print materials required by the club, including (but not limited to) flyers, banners, signs, posters, or advertising material. The Public Relations Chair will also manage an inventory of apparel and other such items for the club, should the Board of Directors choose to offer such for sale to members or as a member benefit. The Public Relations Chair will manage any contact between the club and media or other organizations.



- e. **Newsletter Editor.** The Newsletter Editor will periodically publish a club newsletter, should the Board of Directors choose to have one.
- f. **Equipment Manager.** The Equipment Manager will coordinate the construction or acquisition, as well as the maintenance and storage, of rat tubes, ramps, fencing, straw bales, and any other such materials required by the club.
- g. **Practice Leaders:** This person or persons will be responsible for coordinating various practice sessions for club members.

**SECTION 6. Termination of Appointment.** Any committee or position appointment may be terminated by a majority vote of the full Board upon written notice to the appointee; and the Board may appoint successors to those persons whose services have been terminated.

## **Article VII Club Year, Nominations, and Elections**

### **SECTION 1. Club Year.**

- A. The club's fiscal year shall begin on the first day of January and end on the last day of December.
- B. The Bosque BarnStormer'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. The elected Officers and Directors shall take office at the meeting of the Board of Directors immediately following the annual meeting, and each retiring Officer shall turn over to his or her successor in office all properties and records relating to that office within 30 days after the election.

**SECTION 2. Voting.** At the annual meeting or at a special meeting of the club, voting shall be limited to those club members in good standing who are present at the meeting, except for the annual election of Officers and Directors and amendments to the Constitution and Bylaws, which shall be decided by written ballot cast by mail. Voting by proxy will not be permitted. The Board of Directors may decide to submit other specific questions for decision of the members by written ballot cast by mail.

### **SECTION 3. Annual Election.**

The election of elected Officers and Directors shall be conducted by secret ballot. Ballots to be valid must be received by the Recording Secretary on or before September 15. Ballots shall be counted by three inspectors of election who are members in good standing and are neither members of the current Board nor candidates on the ballot. In its discretion, the Board may designate an independent professional firm to send, receive and count the ballots apart from the annual meeting.

The nominated candidate receiving the greatest number of votes for each office shall be declared elected. If any nominee, at the time of the meeting, is unable to serve for any reason, such nominee shall not be elected and the vacancy so created shall be filled by the new Board of Directors in the manner provided by Article III, Section 3.

**SECTION 4. Nominations and Ballots.** No person may be a candidate in a Bosque BarnStormers election who has not been nominated in accordance with these Bylaws. A Nominating Committee shall be chosen by the Board of Directors on or before May 1. The committee shall consist of three club

members and two alternates, all members in good standing, no more than one of whom may be a member of the current Board of Directors. The Board shall name a chairman for the committee. The Nominating Committee may conduct its business by mail, including electronic mail.

- (a) The Nominating Committee will solicit nominations for the Director and Treasurer positions up for election from the club members, and shall procure acceptance of each nominee so chosen. The committee shall then submit its slate of candidates to the Recording Secretary on or before June 15. The Recording Secretary shall mail the list, including the full name of each candidate, to each member of the club on or before June 30<sup>th</sup>, so that additional nominations may be made by the members if they so desire.
- (b) Additional nominations of eligible members may be made by written petition addressed to the Recording Secretary and postmarked on or before July 21<sup>st</sup>, signed by five club members and accompanied by the written acceptance of each such additional nominee signifying his or her willingness to be a candidate. Additional nominations postmarked after July 21<sup>st</sup> will not be included on any ballot. No person shall be a candidate for more than one position.
- (c) The Recording Secretary shall, on or before August 15<sup>th</sup>, mail to each club member in good standing a ballot listing all of the nominees for each position in alphabetical order, together with a blank envelope and a return envelope addressed to the Recording Secretary marked "ballot" and bearing the name of the member to whom it was sent.
  1. No member may vote whose dues are not paid for the current year.
  2. Voting by proxy shall not be permitted, except in the case of family memberships; i.e. when only one member of a family membership is present at a meeting; he or she may exercise both of their votes.
  3. Ballots provided to the membership shall be prepared by the Recording Secretary. All ballots must identify the positions for which elections are being held, all candidates for each such position and, in the event that a candidate has elected to run for multiple positions, must explain the provisions of these Bylaws regarding multiple positions. The ballot may also include additional questions that the Board has elected to put to a vote of the membership.
  4. The ballot must clearly provide the deadline for receipt by Recording Secretary.
  5. No votes for write-in candidates will be tallied.
  6. Ballots must be returned to the Recording Secretary by mail by the established deadline. The Recording Secretary will not accept hand-delivered ballots. Ballots received after the established deadline will not be opened or counted.
  7. In the event that the slate of an election for Board of Directors, Officers, and Committee Chairs is composed entirely of unopposed races, no election need be held.
  8. Electronic voting via email, poll, or other internet-based means, may be used for any election or other vote, provided that the method for such is secure as to both the possibility of fraud and the protection of the identities of the voters.

- (d) So that the ballots may remain secret, each voter, after marking their ballot, shall seal it in the blank envelope, which in turn shall be placed in the second envelope addressed to the Recording Secretary. The inspectors of election shall check the returns against the list of members whose dues are paid for the current year prior to opening the outer envelopes and removing the blank envelopes, and shall certify the eligibility of the voters as well as the results of the voting, which shall be announced at the annual meeting.
- (e) Ballots to be valid must be received by the Recording Secretary on or before September 15<sup>th</sup>.
- (f) Nominations cannot be made at the annual meeting or in any manner other than as provided above.
- (g) Announcement of the elected Officers and Directors shall be made at the annual meeting.

## **ARTICLE VIII**

### **Discipline**

**SECTION 1.** All members of the *Bosque BarnStormers* are required to demonstrate good sportsmanship, which includes honesty, courtesy, respect, and graciousness in all barn hunt activities. No harsh, punitive or corrective training is allowed at *Bosque BarnStormers* activities. Any member who displays poor sportsmanship and/or who verbally or physically abuses his or her dog or any rat during those activities can face discipline depending on the severity of the infraction, ranging from a verbal warning to dismissal from the club and exclusion from future *Bosque BarnStormer* activities.

### **SECTION 2. Barn Hunt Association Suspension.**

Any member who is suspended from the privileges of Barn Hunt Association shall automatically come under review by the Board of Directors for their actions. The Board of Directors shall then decide whether to pursue any further disciplinary action.

### **SECTION 3. Charges.**

**Allegations:** Any member may make charges against another member for conduct prejudicial to the best interest of the club or the sport of Barn Hunt. Written charges with specific facts and allegations must be filed with the Recording Secretary, who shall promptly notify the Board. Written charges with specifications must be filed in duplicate with the Recording Secretary. If the member charged is the Recording Secretary, the charges and specifications may be filed with any other Board member.

The Board shall first consider whether the actions alleged in the charges, if proven, might constitute conduct prejudicial to the best interests of the *Bosque BarnStormers* or to the sport of barn hunt. If the Board considers that the charges do not allege conduct which would be prejudicial to the best interests of the *Bosque BarnStormers* or to the sport of barn hunt, it may refuse to entertain jurisdiction.

- A. Hearing Date:** If the Board entertains jurisdiction of the charges, the Board shall meet and fix a hearing date of not less four weeks nor more than six weeks thereafter.
- B. Notice of Hearing:** The Recording Secretary (or other Board member if the Recording Secretary is the Respondent) shall promptly send one copy of the charges to the accused member (Respondent) by certified mail, together with the notice of the hearing and an assurance that the defendant may personally appear in his or her defense and bring witnesses or present evidence if so desired.

C. The Recording Secretary shall also send notice of the hearing by certified mail to the member making the charge (Complainant) against the Respondent.

**D. Board Hearing.**

1. **Evidence:** Both the Complainant and Respondent shall be treated uniformly in Board hearings and shall be given the opportunity to present evidence and witness testimony. The Board shall have complete authority to decide whether counsel or a representative may attend the hearing, but both Complainant and Respondent shall be treated uniformly in that regard.
2. **Confidentiality.** The proceedings are confidential, and in addition to the Board, Recording Secretary, complaining and responding party, only those witnesses who are called to testify and others that are necessary for the hearing process may be present at the hearing. Witnesses shall be sequestered until they have testified. All parties, including witnesses, must be advised to keep the matter confidential pending the outcome of the proceeding.
3. **Recording.** The hearing proceedings shall be electronically or digitally recorded.

**E. Determination:** The Board must receive all evidence prior to deliberation. Once all evidence is received and reviewed, the Board must render a decision whether none, some or all of the allegations have been proven by a preponderance of the evidence.

1. The Board shall prepare findings of fact, conclusions of law and a decision based upon the evidence presented.
2. Immediately after the Board's decision, its finding shall be put in written form and filed with the Recording Secretary (or other Board member), who shall, in turn, notify the Complainant and Respondent of the Board's decision and penalty, if any.

*a. Both parties must be advised in that notification that the document is confidential and that its release to other members may result in disciplinary action.*

**F. Discipline:** If the charges are proven by a preponderance of the evidence, the Board may, by a majority vote of those present, suspend the Respondent from all privileges of the club for a period of time not to exceed one year, based on the nature of the findings. The Board may also impose appropriate remedial action if appropriate.

**G. Expulsion or Other Non-Suspension Penalty.**

1. Expulsion of a member from the club may only be accomplished at a meeting of a quorum of the membership following a Board hearing and upon the Board's recommendation as provided in Section D of this Article. Such proceedings may occur at a regular or special meeting of the club to be held within sixty days but not earlier than thirty days after the Board's recommendation of expulsion or other disciplinary action.
2. In the event the Board finds that expulsion from the club is the appropriate discipline, it must advise the Respondent that it will make a recommendation for expulsion to the membership. The Respondent may choose to accept the expulsion to maintain the confidentiality of the proceedings, or he or she may agree to allow the recommendation go forward to the membership. If he or she agrees

to submit the recommendation to the membership, the Respondent will forfeit confidentiality and has the right to appear before his or her fellow members at the next club meeting, as described below.

3. If the Respondent chooses to allow the recommendation to go before the membership, he or she will be given the opportunity of appearing on his or her own behalf, though no evidence will be taken at this meeting. The President shall read to the membership the charges and the Board's findings and recommendations, and shall invite the Respondent, if present, to speak on his or her own behalf if he or she wishes. The Membership shall then vote, by secret written ballot, on the proposed expulsion. A majority vote of those present at the meeting will be necessary for the recommended action of expulsion to carry. If the expulsion is not carried by the vote, the Board's proposed expulsion will automatically transmute into a year-long suspension of the Respondent from all privileges of the club.

## **ARTICLE IX Amendments**

**SECTION 1. *By Vote.*** (a) Amendments to the Constitution and Bylaws may be proposed at any time by (i) the Board of Directors or (ii) by written petition, including a copy of the proposed amendment, addressed to the Recording 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 recommendations of the Board by the Corresponding Secretary for a vote within three months of the date when the petition was received by the Recording Secretary.

(b) A copy of the proposed amendment shall be mailed by the Corresponding Secretary to each member in good standing on the date of mailing, accompanied by a ballot on which a choice for or against the action to be taken shall be indicated. Dual-envelope procedures described in Article VII, Section 4, above, shall be followed in handling such ballots, to assure secrecy of the vote. Notice with such ballot shall specify a date not less than 30 days after the date postmarked, by which date the ballots must be returned to the Secretary to be counted. The favorable vote of 2/3 of the members in good standing who return valid ballots within the time limit shall be required to effect any such amendment.

**SECTION 2. *By Board of Directors.*** The Board of Directors may make, amend or repeal the Bylaws in whole or in part, except with respect to any provision thereof which by law, the Constitution or the Bylaws requires action by the members. Such amendment or repeal of Bylaws must be in accordance with Article II, Section 2 of these bylaws.

- (a) Notice of the making, amending or repealing by the Directors of any bylaw, stating the substance of such change, shall be given to all members entitled to vote on amending the bylaws. Such notice shall be given no later than the time of giving notice of the next meeting of members following the making, amending or repealing by the Directors of the bylaws.

## **ARTICLE X Dissolution**

### **SECTION 1. Dissolution.**

The club may be dissolved at any time by the written consent of not less than a two-thirds vote of the entirety of the general membership in good standing. In the event of the dissolution of the club, whether voluntary or involuntary or by 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 all debts of the club, its property shall be sold to the highest bidder and assets shall be given to a charitable organization for the benefit of dogs designated by the Board of Directors.

## **ARTICLE XI Order of Business**

**SECTION 1. *Bosque BarnStormers Meetings.*** At meetings of the Bosque BarnStormers membership, the order of business, so far as the character and nature of the meeting may permit, shall be as follows:

- Call Meeting to Order - Note date, time and place of meeting
- Roll Call
- Reading and approval of minutes of the last meeting
- Report of the President
- Report of the Vice President
- Report of the Secretary
- Report of the Treasurer
- Report of the Recording Secretary
- Reports of committees
- Election of Officers and Directors (at annual meeting)
- Election of new members
- Unfinished business
- New Business
- Adjournment

**SECTION 2. *Board Meetings.*** At meetings of the Board, the order of business, unless otherwise directed by a majority vote of those present, shall be as follows:

- Call meeting to order - Note date, time and place of meeting
- Roll Call
- Reading and approval of minutes of the last meeting
- Report of the President
- Report of the Vice President
- Report of the Secretary
- Report of the Treasurer
- Report of the Recording Secretary
- Appointment of new Officers, if any
- Reports of committees
- Unfinished business
- New Business
- Adjournment

**SECTION 3. *Circulation of Minutes.***

- A. *Members Meetings.*** At least fourteen (14) calendar days prior to the Annual member meeting, the Corresponding Secretary shall distribute the minutes of the last meeting to the Board of Directors and club members in good standing.

**B. Board Meetings.** At least three (3) calendar days prior to meetings of the Board of Directors, the Recording Secretary shall distribute the minutes of the last meeting to the Board members.

**ARTICLE XII  
Parliamentary Authority**

The rules contained in the current edition of “Robert’s Rules of Order, Newly Revised,” shall govern the Bosque BarnStormers 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.

**These Bylaws of the Bosque BarnStormers has been adopted by the Board of Directors and a majority vote of the members meeting of the Bosque BarnStormers on this \_\_\_\_\_25\_\_ day of \_\_\_\_\_July\_\_\_\_\_, 2020.**

\_\_\_\_\_  
Donna Crary-Johnson – Director – Position A, and President

\_\_\_\_\_  
Bonnie Cook – Director , Position B, and Vice President

\_\_\_\_\_  
Julia Patten – Director, Position C

\_\_\_\_\_  
Cheryl Mitchell – Director, Position D

\_\_\_\_\_  
Mimi Glover – Director, Position E