



**THE CONSTITUTION AND BY-LAWS
OF THE QUAKER CITY DOBERMAN PINSCHER CLUB, INC.
Philadelphia, Pennsylvania Region**

ARTICLE 1. Name and Objects

Section 1. The name of the Club shall be Quaker City Doberman Pinscher Club, Inc. (Philadelphia, Pennsylvania Region), hereinafter referred to as the "Club".

Section 2. The objects of the Club shall be:

1. To promote the public's knowledge and appreciation of dogs in general and Doberman Pinschers in particular;
2. To produce, publish, and distribute to the general public educational materials about the proper care, treatment, breeding, health, development and training of Doberman Pinschers;
3. To support and promote study and research on the history, character, breeding, genetics and particular health problems of the Doberman Pinscher;
4. To further understanding of the disease, defects, injuries and other ailments that afflict dogs in general and the Doberman Pinscher in particular;
5. To acknowledge and advance the critical role of an AKC recognized chapter club in providing education, health research and support of rescue and reduction of overpopulation for the benefit of the general public, purebred dogs and Doberman Pinschers in particular;
6. To conduct activities including sporting events, sanctioned matches, specialty shows, obedience and tracking trials, Working Aptitude Tests, and other such activities and events as may be held under the rules of the American Kennel Club and the Doberman Pinscher Club of America, in furtherance of the above purposes;
7. To otherwise preserve and protect the Doberman Pinscher Breed and to do all things possible to bring its natural qualities;

8. To urge 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 the Doberman Pinscher shall be judged.

Section 3:

1. The club is organized exclusively for charitable, educational, and scientific purposes, including the making of distributions to organizations that qualify as exempt organizations under section 501(c) (3) of the Internal Revenue Code, or corresponding section of any future federal tax code.

2. No part of the net earnings of the organization shall benefit, or be distributable to its members, trustees, officers, or other private persons, except that the organization shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in the purpose clause hereof. No substantial part of the activities of the organization shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the organization shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office. Notwithstanding any other provision of this document, the organization shall not carry on any other activities not permitted to be carried on (a) by an organization exempt from federal income tax under section 501(c) (3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or (b) by an organization, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code, or corresponding section of any future federal tax code.

Section 4. The members of the Club shall adopt and may from time to time revise such by-laws as may be required to carry out these objects.

BY-LAWS

ARTICLE I: Membership

Section 1. Eligibility. There shall be two (2) types of membership, Active and Honorary. Active membership is open to all persons eighteen years of age or older who are in good standing and who subscribe to the purposes of this Club.

(a) While membership is to be unrestricted as to residence, the Club's primary purpose is to be representative of the breeders and exhibitors in its immediate area.

Section 2. Dues. Membership dues shall be payable on or before the first meeting in February of each year. During the month of January the Treasurer shall send to each member a statement of dues for the ensuing year. Dues may be changed at the discretion of the Board of Directors, and approved by 2/3 vote of the members present and voting at a regular meeting.

Section 3. Acceptance to Membership. Each applicant 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 by-laws of the Club and the rules of the

American Kennel Club. All applicants must attend either two (2) club meetings or one (1) club meeting and one (1) club event prior to becoming an active member in good standing. All applications are to be filed with the Recording Secretary and each application will be read to the Club after the applicant has attended one meeting of the Club at which time the Recording Secretary will announce the application in the meeting minutes. Within 30 days of the announcement in the meeting minutes, any member may submit written information about this new applicant for alleged misconduct prejudicial to the best interest of the Club or the breed. Written information with specifications must be filed in duplicate with the Recording Secretary. The Recording Secretary shall promptly send a copy of the information to each member of the Board of Directors, and the Board shall first consider whether the actions alleged in the information are substantiated. Within 30 days of the announcement in the minutes the Board will determine whether or not to bring the application to the membership for vote. If no negative information is filed against the applicant the Board may approve the application to go to the membership. At the next meeting following the reading the application will be voted upon. Affirmative votes of $\frac{3}{4}$ of the members present and voting at that meeting shall be required to accept the applicant. Applicants for membership who have been rejected by the Club may not re-apply within six months after such rejection.

Section 4. Honorary Membership. Honorary members are not restricted as to residence. Such members are elected by the Board of Directors and are not required to pay dues, but shall enjoy all the privileges of membership except that of voting and holding office.

Section 5. Termination of Membership. Membership may be terminated:

(a) by resignation. Any member in good standing may resign from the Club upon written notice to the Recording Secretary but no member may 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 calendar year.

ARTICLE II: Meeting and Voting

Section 1. Club Meetings. Meetings of the Club shall be held within 25 miles of the City of Philadelphia. The date and place of meetings shall be designated by the proper action of the membership at a Club meeting. Notice of each such meeting shall be issued via e-mail by the Recording Secretary at least 10 days prior to the date of the meeting. The quorum for such a meeting shall be 20% of the members in good standing.

Section 2. Special Club Meetings. Special club meetings may be called at such times as may be deemed necessary by the President, The Board of Directors, or by written request submitted to the Recording Secretary by five members of the Club. Notice of such meeting shall be issued via e-mail by the Recording Secretary at least 5 days and not more than 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 a meeting shall be 20% of the members in good standing.

Section 3. The Board of Directors may conduct its business by mail, facsimile transmission, and electronic process or by telephone conference call by the President.

The Recording Secretary shall attest to the results of balloting by conference call. In the event that the Recording Secretary is unavailable, the President shall appoint an acting secretary for the conference call.

As a condition precedent to the conduct of business through electronic process, the Board shall adopt procedures, which shall be set forth in an Administrative Procedures Manual, to ensure the following with respect to the conduct of such business:

- (a) That every Board member shall be enabled to participate in the electronic conduct of such business;
- (b) The verification of the identity of the participants in such electronic conduct of such business to determine that the participant is a Board member eligible to participate in the electronic conduct of such business;
- (c) The verification that the Board members eligible to participate in the electronic conduct of such business are receiving all data and information that is disseminated through the electronic process;
- (d) That all Board members have agreed to the conduct of such business through electronic process.

Section 4. Special Board Meetings. Special meetings of the Board of Directors may be called by the President, or shall be called by the Recording Secretary upon receipt of a written request signed by at least three members of the Board. Such special meetings shall be held at a mutually agreed upon time and location. Notice of such meeting shall be issued via e-mail by the Recording Secretary at least 5 days and not more than 10 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 a meeting shall be a majority of the Board.

(a) As a matter of expedience and only in situations where prompt action is essential the President may conduct a special board meeting via phone, providing such a meeting is coordinated by the Recording Secretary, who will make a reasonable effort to contact each Club officer and Director, and further that not decision will be reached or approved until a majority of the Club's officers and directors are in agreement with that decision and have been so duly recorded by the Recording Secretary. A written record of such a meeting will be prepared by the Recording Secretary in the same manner as minutes of other Club meetings are prepared and maintained.

ARTICLE III: Directors and Officers

Section 1. Board of Directors. The Board shall be comprised of the President, Vice President, Recording Secretary, Corresponding Secretary, Treasurer, Delegate to the Doberman Pinscher Club of America, and one other person, all of whom shall be members in good standing with QCDPC and DPCA. They shall be elected for one year terms at the Club's annual meetings as provided in Article IV and shall serve until their successors are elected. General management of the Club's affairs shall be entrusted to the Board of Directors.

Section 2. Officers. The Club's officers, consisting of the President, Vice President, Recording Secretary, Corresponding Secretary, Treasurer, and Delegate to the DPCA 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 the Board, and shall have the duties and powers normally appurtenant to the office President in addition to those particularly specified in these by-laws. It is the responsibility of the President to keep the Vice President informed of the current activities and workings of the Club.

(b) The Vice President shall have the duties and exercise the powers of the President in case of the President's absence or incapacity.

(c) The Recording Secretary shall keep a record of all meetings of the Club and of the Board and all matters of which a record shall be ordered by the Club. The Recording Secretary shall notify members of meetings, keep a roll of members of the Club with their addresses, and carry out such other duties as involves the internal workings of the Club.

(d) The Corresponding Secretary shall control all correspondence involving persons or organizations outside of the Club.

(e) The Treasurer shall collect and receive all monies due or belonging to the Club. The Treasurer shall deposit same in a bank designated by the Board in the name of the Club. The Treasurer's books shall at all times be open to inspection of the Board and the Treasurer 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 the Treasurer 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 year shall be filled for the unexpired term of office by a majority vote of the Board at its first meeting following the creation of such vacancy, or at a special Board meeting called for that purpose.

ARTICLE IV: The Club Year, Annual Meeting, Voting, Nominations, Elections

Section 1. Club Year. The club's fiscal year shall begin on the first day of October and end on the 30th day of September.

Section 2. Annual Meeting. The annual meeting shall be held in the month of September at which officers and directors for the ensuing year shall be elected by secret, written ballots from among those nominated in accordance with Section 4 of this article. They shall take office immediately upon conclusion of the election and each retiring officer shall turn over to his successor in office all properties and records relating to that office within 30 days after the election.

Section 3. Voting. Each active member in good standing whose dues are paid for the current year shall be entitled to one vote at any meeting of the Club the member is present. Active member is defined as one who attends meetings and/or works in Club activities (shows, matches, or other events) or a combination thereof, totaling four each calendar year. Those members not meeting the meeting/work requirements for the calendar year will not be permitted to vote during the next calendar year, but will be able to maintain membership status. The Board of Directors can determine that, because of extenuating circumstances, an exemption from the restriction may be given.

Section 4. Nominations. No person may be a candidate in a club election who has not been nominated and expressed a willingness to serve in the position to which nominated.

(a) Only members who have been active members for at least one year previous to the meeting at which elections are to take place are eligible to be nominated to office or the Board of Directors. A nominator, nominating an absentee nominee, must possess written authorization that the absent nominee is willing to serve in the office for which nominated. A member can indicate a willingness to serve in only one office.

(b) All candidates to office, with the exception of the Delegate to the DPCA, shall be nominated at the regular meeting in September.

(c) Candidates for the Board of Directors, Delegate to the DPCA, and Alternate Delegate shall be nominated after the election of the officers.

(d) Nominations cannot be made in any manner other than as provided in this section.

Section 5. Elections. The nominated candidate receiving the greatest number of votes for each office shall be declared elected. The candidate for the other position on the Board who receive the greatest number of votes for that position shall be declared elected.

ARTICLE V: Committees

Section 1. Appointments. The President may each year appoint standing committees to advance the work of the Club in such matters as specialty shows, obedience trials, working aptitude evaluations, health related studies, trophies, annual prizes, membership, and other fields which may well be served by committees. Such committee appointments shall always be subject to the final approval of the Board. Special committees may also be appointed by the President to aid in particular projects.

Section 2. Termination. Any committee appointment may be terminated by the President, subject to approval of the Board, upon written notice to the appointee, and the President may appoint successors to those persons whose service have been terminated, subject to final approval of the Board.

ARTICLE VI: Discipline

Section 1. American Kennel Club Suspension. Any member who is suspended from the privileges of The American Kennel Club automatically shall be suspended from the privileges of this Club for a like period.

SECTION 2. Charges. Any member may press charges against a member for alleged misconduct prejudicial to the best interest of the Club or the breed. Written charges with specifications must be filed in duplicate with the Recording Secretary together with a deposit of \$100, which shall be forfeited if such charges are not sustained by the Board following a hearing. The Recording 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 first consider whether the actions alleged in the 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 jurisdiction of the charges. If the Board entertains jurisdiction of the charges it shall fix a date of hearing by the Board not less than 3 weeks nor more than 6 weeks thereafter. The Recording 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 rebuttal and bring witnesses, if so desired by the accused.

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 that regard. Should the charges be sustained, after hearing all the 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 months from the date of the hearing. And, if it deems the punishment insufficient, it may also recommend to the membership that the penalty be expulsion. In such cases, the suspension shall not restrict the defendant's right to appear before the peer 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 Recording Secretary. The Recording Secretary, in turn, shall notify each of the parties of the Board's decision and penalty, in 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 60 days and not earlier than 30 days after the date of the Board's recommendation of the expulsion. The defendant shall have the privilege of appearing in rebuttal, 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 rebuttal if the defendant so desires. The meeting shall then vote by secret written 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 Board's suspension shall stand.

ARTICLE VII: Amendments

Amendments to the constitution and by-laws may be proposed by the Board of Directors or by written petition addressed to the Recording Secretary signed by 10% of the membership in good standing. Amendments proposed by such petition shall be promptly considered by the Board of Directors. Upon approval of the Board of Directors, the constitution and by-laws may be amended by a 2/3 vote of the members 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 issued via e-mail to each member at least two weeks prior to the date of the meeting. A quorum of 20% must be present for the vote.

ARTICLE VIII: Order of Business

Section 1. Club Meetings. At the meetings of the Club, the order of business, so far as the character and the nature of the meeting will permit, shall be as follows;

Roll Call, Minutes of the Last Meeting, Report of the President, Vice President, Recording Secretary, Corresponding Secretary, Treasurer, Committees, Election of Officers and the Board (at Annual Meeting), Acceptance of New Members, Unfinished (old) Business, New Business, Adjournment.

Section 2. Board Meetings. At the meeting of the Board, the order of business, unless otherwise directed by majority vote of those present, shall be as follows;

Minutes of the Last Meeting, Report of the Recording Secretary, Corresponding Secretary, Treasurer, and Committees, along with Unfinished (old) Business, New Business, Adjournment.

Section 3. Rules. Rules contained in "Roberts Rules of Order, Revised", shall assist the Club in all cases to which they are applicable and in which they are not inconsistent with these By-Laws.

ARTICLE IX: Dissolution

Upon the dissolution of the organization, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c) **(3)** of the Internal Revenue Code, or corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not disposed of shall be disposed of by the Court of Common Pleas of the county in which the principal office of the organization is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

ARTICLE X

Section 1:

The members of this Club are also subject to and regulated by the provisions of the Constitution and bylaws of the Doberman Pinscher Club of America. Anything to the contrary in this Constitution and bylaws notwithstanding.

In as much as our parent organization, Doberman Pinscher Club of America, has included us in a 501(c) 3 group exemption recognition before the IRS, we acknowledge our responsibility to make annual information reports pertaining to our continued good standing. We further agree to adhere to their specific policies related to the 501(c)(3) status that in their judgment keeps this status well maintained. While we reserve the right to challenge any such policy that may be established, we will inform them of such action in writing 30 days prior to any implementation on our part.

Name of Organization (As shown in organizing document)
Quaker City Doberman Pinscher Club, Inc.

Date: March 10, 2022

Adopted: March 10, 2022

Signature of Officer _____

Type or Print Name and Title Sharon Marinelli, President

Signature of Officer _____

Type or Print Name and Title Joan Schultz , Treasurer