

CONSTITUTION AMERICAN BOXER CLUB, INC.

ARTICLE I NAME AND PURPOSE

SECTION 1 - NAME: The name of the club shall be THE AMERICAN BOXER CLUB, INC. (hereafter referred to as "ABC" or "the Club").

SECTION 2- PURPOSES: The purposes of the Club shall be:

(a) to establish and maintain the Standard for the Boxer breed and secure approval of the Standard by the American Kennel Club.

(b) to strive for acceptance of the Standard by breeders, exhibitors, and judges as the sole criterion of excellence in the breed.

(c) to encourage and promote quality in the breeding of Boxers and to strive to bring their natural and working qualities to perfection.

(d) to advance the interests of the breed by encouraging the organization of local Boxer Specialty Clubs, supporting dog shows and obedience trials, and developing programs to engender and reward sportsmanlike competition.

(e) to initiate and maintain educational programs and promotional activities that foster and extend public interest in the Boxer.

(f) to conduct licensed Specialty shows, Obedience trials, Agility trials, and any other sanctioned events for Boxers under the rules and regulations of the American Kennel Club

SECTION 3: The Club shall not be conducted or operated for profit, and no part of any income or remainder or residue from dues or donations to the Club shall inure to the benefit of any member or affiliate group.

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 objectives.

BY-LAWS

ARTICLE I MEMBERSHIP

SECTION 1 - CLASSES OF MEMBERSHIP AND ELGIBILITY: There shall be individual members, member clubs, lifetime members, honorary members, and international affiliate members, all unlimited in number.

SECTION 2 - INDIVIDUAL MEMBERS: To be eligible to apply for individual membership, an applicant must live in the United States, its possessions or territories, or Canada and must be at least eighteen (18) years of age, and be in good standing with the American Kennel Club. It is required that an applicant be an active member of an ABC member club for a period of three (3) years, or a member of an All-Breed Club for the same period of time. This requirement is excused if an applicant resides where no ABC member club or All-Breed Club holds its meetings within 100 miles of the applicant's residence. The applicant shall display a sincere, continuing interest in bettering the breed, and agree not to exploit his or her membership in the American Boxer Club. The applicant, or some member of his or her immediate family, must have owned and kept in their household, one or more registered Boxers over a continuous period of not less than five (5) years, been in good standing with the American Kennel Club, and must have exhibited one or more of these Boxers in at least five (5) American Kennel Club licensed shows during that interval. The applicant must be sponsored by two (2) individuals who have been members in good standing of the American Boxer Club for at least the preceding two (2) years who are not related to one another or to the applicant, and who are neither Officers or Directors of the Club, nor members of the immediate families of an Officer or Director. No member may sponsor more than two (2) individuals for membership during any calendar year. Sponsorship of a husband and wife will be considered sponsorship of two (2) individuals.

Applications for membership must be received by the Chairperson of the Membership Committee prior to the first day of January of each year. The Chairperson shall refer such applications to the Membership Committee, and seek responses from the named sponsors. The Committee, after receipt of sponsors' replies from the Chairperson, will review the applications and make recommendations in writing to the Chairperson not later than February 1. The Chairperson will forward the names, addresses and sponsors of each applicant to be considered for membership to the Board of Directors by mail, along with the recommendation of the Membership Committee. The names of applicants receiving an assenting vote by two-thirds (2/3) or more of the members of the Board of Directors will be forwarded to the Secretary, who will place them in the hands of the membership by April 1. If dissenting letters are not received by the Secretary, the applicants shall be welcomed as new members at the Annual Meeting. If dissenting letters are received, approval of the application will be reconsidered by the Board of Directors at its next meeting. Approved applicants will become new members at the next membership meeting following their election to membership by the Board of Directors. Individuals whose applications are rejected may be presented by one of their sponsors at the Annual Meeting and the members may elect such an applicant to membership by an assenting vote of seventy-five percent (75%) or more of those present and in good standing. Each applicant accepting membership in the American Boxer Club expressly agrees to be governed by all applicable Articles of these By-Laws and by the Code of Ethics of the Club, as approved by the Board of Directors and adopted by the membership.

SECTION 3 - LOCAL MEMBER CLUBS: (hereafter referred to as member clubs) To be eligible for application, a club must conduct its business in the United States, have at least twenty (20) members, have held two (2) sanctioned Match Shows, subscribe to Article I of the Constitution, and function as a non-profit organization. Member Clubs must meet at least four (4) times a year and hold one (1) or more sanctioned matches or licensed specialty shows annually.

An applicant club seeking membership shall file its application with the Secretary of the American Boxer Club, together with a copy of its By-Laws and a list of the names and addresses of its Officers, Directors, members, and a proposed ABC Delegate by January 1. This list shall be provided solely to assist the American Boxer Club in carrying out its normal functions; i.e., Futurity nominations, Annual Awards, etc., and may be released to no one other than the American Kennel Club.

The Board of Directors shall act on all member club applications at the Annual Meeting of the Board of Directors. Acceptance for membership shall require an assenting vote by two-thirds (2/3) or more of the Board members present and voting.

Each club elected to membership in the American Boxer Club agrees to be governed by all applicable Articles of the Club's Constitution and By-Laws and by the Code of Ethics of the Club, as approved by the Board of Directors and adopted by the membership. Member Clubs shall provide minutes of each membership and Board of Directors meeting to the Secretary of the American Boxer Club and, immediately after each club's Annual Meeting, provide a list of its members and Officers, with current addresses to the Secretary of the American Boxer Club. Any proposed Delegate and any proposed change in the By-Laws of a member club must be submitted to the Secretary of the American Boxer Club and may be appointed or implemented only after approval by the Board of Directors of the American Boxer Club.

SECTION 4 - LIFETIME MEMBERS: Upon attaining twenty-five (25) years of membership in the American Boxer Club, a member shall become a life member. Life membership confers all the privileges of membership without the payment of annual dues.

SECTION 5 - HONORARY MEMBERS: At the discretion of, and by a simple majority vote of its members, the Board of Directors may confer Honorary Membership upon individuals in good standing with the American Kennel Club and deemed worthy of such membership. Honorary Members may enjoy most privileges of the Club but are not allowed to vote or to be elected to the Board of Directors. Individuals accepting Honorary Membership expressly agree to be governed by all applicable Articles of the ABC Constitution and By-laws and by the Code of Ethics of the Club as approved by the Board of Directors and adopted by the membership.

SECTION 6 - INTERNATIONAL AFFILIATE MEMBER: Individuals who are at least eighteen (18) years of age living outside the United States or Canada, in good standing with the American Kennel Club, and subscribing to the purposes of the American Boxer Club are eligible to apply for International Affiliate Membership. Such members are not eligible to vote or to serve as an ABC officer or director, but each shall receive all American Boxer Club Bulletins and pertinent announcements. Applications for such membership received by the Secretary before the first day of January will be approved or rejected by the Board of Directors at the Annual Meeting.

SECTION 7 - VOTING: Each member, including husband/wife members as separate individuals, each lifetime member, and each member club shall be entitled to cast one (1) vote on issues presented at meetings or by mail. Only those votes cast by members and member clubs in good standing for at least ten (10) days prior to the date of mailing of ballots or meetings shall be valid.

Current yearly dues must be paid by members or member clubs prior to casting a ballot or making a nomination. Voting by proxy shall not be permitted. Ballots shall be mailed to the membership no fewer than thirty (30) days nor more than forty-five (45) days prior to the date of tabulation. The vote of a member club shall express the opinion of that club, certified as such by the secretary of that club, who may cast the vote. Alternatively, the vote of a member club at an ABC meeting may be cast by its delegate to the American Boxer Club selected by the club from its active membership and approved by the Board of Directors of the American Boxer Club. Such a Delegate may cast votes at an ABC meeting as the opinion of its members.

SECTION 8 – TERMINATION OF MEMBERSHIP: Membership may be terminated:

(a) **by resignation.** Any member in good standing may resign from the American Boxer Club upon written notice to the Secretary, but no member may resign when in debt to the American Boxer Club. Dues obligations are considered a debt to the club, and are incurred on the first day of January of each year. Unpaid charges for additional awards are also considered a debt to the Club.

(b) **by lapsing.** A membership lapses and automatically terminates if such member's dues remains unpaid after the first day of February as provided in Article II, Section 4 of these By-laws.

(c) **by expulsion.** A membership maybe terminated by expulsion as provided in Article VIII, Section 4, of these By-laws.

SECTION 9 - SUSPENSION: The privileges of membership may be temporarily suspended as a consequence of:

(a) **default.** Members and member clubs are in default and suspended from the privileges of the American Boxer Club if their yearly dues remains unpaid after the first day of January.

(b) **suspension of AKC privileges.** Any member, member club, or member of a member club who is suspended from any of the privileges of the American Kennel Club shall be automatically suspended from the privileges of the American Boxer Club for a like period of time.

(c) **suspension for cause.** For members as provided in Article VIII, Section 3, and for member clubs as provided in Article VIII, Section 6. Charges must be filed under provisions in Article VIII, Section 2.

ARTICLE II **INITIATION FEES AND DUES**

SECTION 1 - INDIVIDUAL MEMBERS: The initiation fee for new individual members shall be the exact amount of the annual dues and is payable on application. Annual dues are not to exceed \$60.00 for an individual member or \$100.00 for a husband and wife residing at the same address. Dues shall be set by the Board of Directors for the forthcoming year at the Annual Board Meeting and are payable on or before the first day of January each year for the ensuing year. Membership dues for new members for the first year will be determined by the Board of Directors and must accompany the application for membership. If the applicant is not accepted for membership, dues will be refunded. The initiation fee will be retained by the Club.

SECTION 2: LOCAL MEMBER CLUBS : The initiation fee for member clubs shall be the exact amount of the annual dues, and is payable on application. Annual dues for club membership, not to exceed \$140.00, shall be set by the Board of Directors for the forthcoming year at the Annual

Board Meeting and are payable on or before the first day of January each year for the ensuing year. Membership dues for new member clubs for the first year will be determined by the Board of Directors and must accompany the application for membership. If the applicant is not accepted for membership, dues will be refunded. The initiation fee will be retained by the Club.

SECTION 3 - INTERNATIONAL AFFILIATE MEMBERS: The initiation fee for International Affiliate members shall be the exact amount of the annual fee, not to exceed \$100.00, and is payable on application. The annual fee shall be set by the Board of Directors for the forthcoming year at the Annual Board Meeting and is payable on or before the first day of January each year for the ensuing year. This annual fee is not to be construed as membership dues but is to offset the additional cost of mailing the American Boxer Club's News Bulletins and other pertinent announcements. If the applicant is not accepted for international affiliate membership, the Annual fee will be refunded; the initiation fee will be retained by the Club.

SECTION 4 - DUES NOTICES AND DELINQUENCY: Dues notices shall be mailed to the membership by the Treasurer no later than the first day of November each year. Dues are payable no later than the first day of January. Individuals or Member Clubs whose dues are not received by the Treasurer by the first day of January shall be deemed not in good standing and suspended from all Club privileges. Membership will be reinstated if such delinquent dues are received by the Treasurer on or before the first day of February, accompanied by a Twenty Dollar (\$20.00) late fee per each reinstating member. Failure of any member or Member Club to pay dues and late fee by the first day of February shall be cause for termination of membership in the American Boxer Club. An extension, requested by the delinquent member due to extenuating circumstances, may be granted by a majority vote of the Board of Directors. Such extension must be requested in writing sent to the Secretary and must set out the extenuating circumstances to be considered. The Board of Directors will consider the extension at its next meeting following the receipt of the extension request.

ARTICLE III **MEETINGS**

SECTION 1 - DEFINITION: For purposes of these By-laws, meetings are defined as gatherings where attendees see and/or hear each other. This includes meetings in person, where attendees are physically in the same room, as well as meetings conducted via video conference or teleconference.

SECTION 2- ANNUAL MEETING: The Annual Meeting shall be held between May 1 and June 15 of each year, at a time and place to be selected by the Board of Directors.

SECTION 3 – SPECIAL MEETINGS: Special club meetings may be convened by the President or by a majority vote of the members of the Board of Directors. Such a meeting shall be held at a place, date, and hour designated by the Board of Directors. Notice of such meetings shall specify the purpose of the meeting. No other Club business may be transacted at such meetings.

SECTION 4 - NOTICE OF MEETING: Written notice of all meetings, other than special meetings, shall be mailed by the Secretary to the membership at least thirty (30) days before such meetings except that written notice of special meetings shall be mailed by the Secretary at least fourteen (14) days and not more than thirty (30) days prior to such meetings. Such mailings may be made via electronic mail to any member who has given authorization to receive official communication from the Club via electronic mail.

SECTION 5 - BOARD MEETINGS: The quorum for a meeting of the Board of Directors shall be a majority of the Board. Board members must be present to vote. The Board of Directors shall hold a minimum of three (3) meetings a year. The first meeting shall be held prior to the Annual Membership Meeting and another immediately following the Annual Membership Meeting. The other meetings of the Board of Directors shall be held at times and places designated by the President or by a majority vote of the Board. Written notices of such other meetings shall be mailed by the Secretary to each member of the Board of Directors at least fourteen (14) days prior to the date of the meeting. Written notices of meetings may be made via electronic mail to any Board of Directors member who has given authorization to receive official communication from the Club via electronic mail. A conference call meeting, whether teleconference or videoconference, may be initiated by the President or by a majority of the members of the Board of Directors. Notice of a conference call meeting shall be sent to the members of the Board of Directors not less than one (1) week prior to the conference call and will specify the purpose of the meeting. Notice of a conference call meeting may be made via electronic mail to any Board of Directors member who has given authorization to receive official communication from the Club via electronic mail. Club business not specified in the notice may not be undertaken at such a meeting. Votes cast at conference call meetings must be confirmed to the Secretary by mail or fax within seven (7) days of the meeting.

SECTION 6 – CONDUCT OF BUSINESS: The Board of Directors may conduct its ordinary business by mail, fax, electronic mail, or telephone. When business is conducted via electronic mail, every Board member must be provided with the means to participate, must identify themselves and verify that they are eligible Board members, and all Board members must agree to participate in this manner.

ARTICLE IV **ORDER OF BUSINESS**

SECTION 1 - QUORUM: Ten percent (10%) of the voting members of the American Boxer Club in good standing shall constitute a Quorum for the transaction of business at any meeting. In the absence of a Quorum, a lesser number of members may, by majority vote, adjourn a meeting until a specified future time, and the meeting shall be adjourned without further notice.

SECTION 2 - ORDER OF BUSINESS: The order of business, so far as the character and nature of the meeting permit, shall be as follows:

- (a) Roll call
- (b) Introduction of new members, guests, and delegates
- (c) Reading of the minutes
- (d) President's report
- (e) Secretary's report
- (f) Treasurer's report
- (g) Delegate's report
- (h) Committee reports

- (l) Results of the election of the Board of Directors to be announced at the annual meeting
- (j) Names of new members announced at the annual meeting
- (k) Unfinished business
- (l) New business
- (m) Adjournment

SECTION 3 - PROCEDURE: Meetings shall be conducted under the latest edition of *ROBERT'S RULES OF ORDER, REVISED*.

ARTICLE V **BOARD OF DIRECTORS**

SECTION 1 – BOARD OF DIRECTORS: The governance and management of the Club shall be vested in a Board of fifteen (15) Directors, ten (10) of whom shall be elected from the membership of the Club as provided in Article VI of these By-Laws and five (5) regional members. All members of the Board of Directors must be residents of the United States. The Regional Directors shall be members in good standing of the American Boxer Club and shall be nominated by Member Clubs.

For the purpose of selecting the Regional Directors for the Board of Directors, there shall be five (5) geographical divisions to be known as "Regions" and each region shall be comprised of several contiguous states. The Board of Directors at the Annual Board of Directors Meeting may at their discretion, realign the present regions in order to maintain a balance of Member Clubs within each region or allow the regions to remain the same as the previous year's alignment.

Within each of these Regions, all member clubs shall be listed alphabetically, forming a sequence of annual rotation. Each year, the club next in this sequence within each geographic region shall be requested, immediately following the Annual Meeting, to nominate an individual to serve as a Regional Director of the American Boxer Club for a one (1) year term beginning with the meeting of the Board of Directors that immediately follows the next Annual Meeting. Such nominee must be an actual member in good standing of the nominating club, be approved by the Board of Directors of the American Boxer Club, be a member of the American Boxer Club, and reside in the area of the nominating club. Failure of a club to submit its nominee to the Secretary by the first day of September will be cause for forfeiture of that club's right to nominate. The Secretary will then seek a nomination from the next club in sequence within the Region concerned.

SECTION 2 - ORDER OF SUCCESSION: New clubs joining the Parent Club and member clubs being reassigned to a new region shall automatically take their places in the alphabetical listings of the regions to which they are assigned. No club may nominate a Regional Director in two successive years.

SECTION 3 - OTHER DIRECTORS: The ten (10) members of the Board of Directors elected from the membership of the American Boxer Club shall be divided into three (3) groups. There shall be two (2) groups of three (3) members each, and one (1) group of four (4) members. The term of office for this class of directors, designated as Club Directors, shall be three (3) years for each group. The term of office of the groups shall expire in succeeding years. No member shall be eligible for election as a Club Director for more than two (2) consecutive three (3) year terms. At the time

of the annual election to the Board of Directors, a group of three (3) or a group of four (4) Club Directors will be elected and will succeed the Club's directors whose terms have expired at the end of the fiscal year.

SECTION 4 - POWERS AND DUTIES OF THE BOARD

(a) The government and management of the Club shall be vested in the Board of Directors

(b) The Board of Directors shall have the power to discharge committees of the Club for violation or neglect of duty, provided that a report of such action is made to the Club.

(c) The Board of Directors shall cause to be prepared annually a detailed statement of the financial condition of the Club, showing receipts and expenditures for the previous fiscal year. A list of current members and Member Clubs and their addresses shall be prepared and distributed to the membership as soon as possible after the Annual Board of Directors Reorganization Meeting.

(d) Members of the Board of Directors must be in good standing with the American Boxer Club and the American Kennel Club. Suspension by the American Boxer Club or the American Kennel Club shall automatically remove a member from Board membership.

(e) In the case of removal, death or resignation of any officer or member of the Board of Directors, the remaining members of the Board, by a majority vote, shall elect a successor to fill that vacancy. The term of the successor so elected shall be the balance of the term for which the original Director was chosen, and such successor shall, in addition, be eligible for election to serve two (2) succeeding terms.

(f) The minutes of all meetings of the Board of Directors will reflect the actions of the Board and the vote of each Board member on all actions not unanimously carried. These minutes will be published and distributed to the membership.

ARTICLE VI **NOMINATIONS AND ELECTION OF DIRECTORS**

SECTION 1 – THE CLUB YEAR: The Club's official year is the calendar year from January 1 through December 31. The Club's fiscal year is July 1 through June 30.

SECTION 2 – NOMINATING COMMITTEE: The Board of Directors shall, not later than December 1, appoint a Nominating Committee consisting of three (3) members of the Club in good standing who shall not be either Directors or Officers of the club. The Committee will be informed of the positions requiring nominees, including that of Delegate to the American Kennel Club, by the Secretary.

SECTION 3 – NOMINATIONS BY COMMITTEE: The Nominating Committee shall, no later than December 15, file with the Secretary a list of nominees in good standing, The Secretary shall, no later than January 1, forward a copy of the Committee's report to each Club member.

SECTION 4 – NOMINATIONS BY MAIL: Nominations may be made by any individual member in good standing by mail. Such nominations must reach the Secretary by February 1. To be valid, a nomination must be seconded. When there are two (2) nominators, one shall be considered to have seconded the nomination. No member may nominate or second more than one (1) individual for the position of Director. Inquiries sent to nominees requesting information and acceptance of

the nomination shall be sent by Certified Mail, Return Receipt Requested. The nominee's reply must reach the Secretary not more than two (2) weeks from the date on which the return receipt is signed. No reply may be considered which is received by the Secretary more than three (3) weeks from the time of mailing the inquiry to the nominee. Failure of the nominee to comply with this requirement will be construed as rejection of the nomination.

SECTION 5 - NO CONTEST: In the event of an uncontested slate, no election is required, and the Secretary shall cast one (1) vote for such slate, thereby eliminating the necessity for voting by the club's membership.

SECTION 6 ELECTIONS: When an election is required, the Secretary shall furnish by mail to all members whose current dues are paid and are in good standing a list of all nominees. This mailing shall be sent, not less than forty (40) days nor more than fifty-five (55) days before the Annual Meeting. This list shall be in the form of a ballot, listing all nominees in alphabetical order, which the member shall mark and mail back to a designated auditor so as to reach the auditor not later than ten (10) days prior to the Annual Meeting. Each member will be assigned an identifying number, and will mark the envelope in which the ballot is sent to the auditor with this number. The auditor shall be provided with a list of the voter identification numbers of all eligible voters, and will check returns for eligibility. The auditor shall tabulate and compile the results of the voting, which shall be certified by the Secretary. The Secretary shall announce the results of the election at the Annual Membership Meeting.

ARTICLE VII **OFFICERS AND COMMITTEES**

SECTION 1 – OFFICERS: The officers of the Club shall be a President, Vice President, Treasurer, Secretary and, if required, a Recording Secretary, elected annually by the Board of Directors. The President and Vice President must be members of the Board of Directors. The Secretaries and Treasurer may be members of the Board, but are not required to be so. All Officers of the Club must be residents of the United States. The Officers of the Club, or some member of each of their immediate families, shall be the owners of one or more Boxers.

SECTION 2 - HONORARY OFFICERS: There shall be not more than three (3) Honorary Officers at any time. Such Officers are elected for life in recognition of outstanding service to the Club. The nomination and election of such Honorary Officers, if any are proposed, shall be conducted in accordance with those parts of Article VI of these By-Laws pertaining to the nomination and election of Club Directors.

SECTION 3: - DELEGATE TO THE AMERICAN KENNEL CLUB: The membership of the Club shall elect a Delegate to the American Kennel Club who, after approval by the American Kennel Club, shall remain in office for a term of three (3) years. The Delegate shall attend at least two (2) quarterly meetings of the American Kennel Club each year and at least one (1) meeting of the American Boxer Club each year. Should such Delegate resign or the position be declared vacant by the Board of Directors by virtue of lack of compliance, a new Delegate shall be appointed by the Board of Directors, pending nominations and election of a Delegate at the next regular meeting of the American Boxer Club. Election shall follow the same procedure as that for Board members.

SECTION 4 - DUTIES OF THE PRESIDENT: The President, or in the President's absence, the Vice President, shall preside at all meetings of the Club and of the Board of Directors and shall have the power to call special meetings. The President shall, with the concurrence of the Board of Directors, appoint all committee chairpersons within one (1) month of his or her election to the Presidency.

The chairpersons shall remain in office for one (1) year, and may be reappointed. In the case of a resignation of any chairperson, the President will have the authority to fill any vacancy so created. The outgoing president shall be an ex-officio non-voting member of the Board of Directors for the year following his or her final term as president.

SECTION 5 - SECRETARY: The Secretary shall keep a record of all meetings of the Club and the Board of Directors and of all other matters of which a record shall be ordered. The Secretary shall have charge of the correspondence, notify new members of their election to membership, notify Directors of their election to office and shall send notices of meetings to all members. The Secretary shall keep a roll of members of the Club with their addresses. Minutes of all meetings of the Club shall be sent to all members.

SECTION 6 - RECORDING SECRETARY: If deemed necessary by the Board of Directors, a Recording Secretary shall be appointed by the Board of Directors, and shall assist the Secretary in recording and transcribing the minutes of all meetings of the Club and the Board of Directors.

SECTION 7 - TREASURER: The Treasurer shall collect and receive all money due or belonging to the Club. The Treasurer shall deposit all such money in a bank designated by the Board of Directors in the name of the Club. Withdrawals therefrom shall require the signature of two (2) Officers designated by the Board of Directors. The books of the Treasurer shall be open to the inspection of the Board of Directors, and the Treasurer shall report the condition of the finances of the Club whenever requested by the Board of Directors. The Treasurer shall timely provide the Auditor with the books of the Club for audit following the close of the year (June 30). The Treasurer shall present the results of the audit, if it has then been completed, to the Board of Directors, along with the current cash balance at the first Board of Directors meeting following the close of the fiscal year. The Treasurer shall be bonded.

SECTION 8 - VACANCIES: In the case of death or resignation of the President, Vice President, Secretary, Recording Secretary, or Treasurer, the Board of Directors is empowered to fill such vacancy for the balance of the term for which such officer has been chosen, as provided in Article V, Section 4 (e).

SECTION 9 – TERM OF OFFICE: The terms of office of the Officers and Directors of the Club expire on June 30, the end of the fiscal year. Following the Annual Meeting, the newly elected Board of Directors will meet to organize. It is empowered to elect a slate of Officers for the coming fiscal year, beginning July 1.

SECTION 10 -COMMITTEES: The Standing Committee chairpersons may be appointed by the President of the Club with the concurrence of the Board of Directors. The President may also appoint ad hoc committees as may be necessary to accomplish the purposes of the Club. Committee members will be appointed by the respective Committee Chairpersons. The terms of appointment of Committee Chairpersons and committee members will be limited to the year in which they were appointed and will expire at the close of the fiscal year, but no limit is set on their reappointment.

ARTICLE VIII **DISCIPLINE**

SECTION 1 – AMERICAN KENNEL CLUB SUSPENSION: Any member, member club, or member of a member club who is suspended from any of the privileges of the American Kennel Club shall be automatically suspended from the privileges of the American Boxer Club for a like period of time.

SECTION 2 - CHARGES: Any member, or member of a member club, may prefer charges against a member for alleged misconduct prejudicial to the best interests of the Club or the Breed. Such charges may include infractions of Article V, Section 1 of the Code of Ethics approved by the Board and adopted by the membership of the American Boxer Club. Written charges with specifications must be filed in duplicate with the Secretary, together with a refundable deposit of fifty dollars (\$50.00) which shall be forfeited if such charges are not sustained by the Board of Directors following a hearing. The Secretary shall promptly send a copy of the charges to each member of the Board of Directors, or present them at the Board of Directors Meeting, and the Board of Directors shall first consider whether the actions alleged in the charges, if proven, might constitute conduct prejudicial to the best interests of the Club or the Breed. If the Board of Directors considers that the charges do not allege conduct which would be prejudicial to the best interests of the Club or of the Breed, or that the evidence supporting the charges is inadequate, it may refuse to entertain jurisdiction. If the Board of Directors entertains jurisdiction of the charges, it shall fix a date for a hearing by the Board of Directors not less than three (3) weeks nor more than twelve (12) weeks thereafter. The Secretary shall promptly send notice of the hearing and one (1) copy of the charges to the accused member by Certified Mail Return Receipt Requested, together with a notice of the hearing and an assurance that the defendant may personally appear in his or her own defense and bring witnesses if he or she wishes. The Secretary shall also send notice of the hearing to the accusing member.

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 complainant and defendant, the Board may, by a majority vote of those present, reprimand or suspend the defendant from any privileges of the Club for not more than six (6) months from the date of the hearing and, if it deems that punishment is insufficient, it may also recommend to the membership that the penalty be expulsion. In such case, the suspension shall not restrict the defendant's right to appear before the ABC members at the ensuing club meeting that considers the Board's recommendation. Immediately after the Board has reached a decision, its finding 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 penalty, if any.

SECTION 4 - EXPULSION: Expulsion of a member from the American Boxer Club may be accomplished only at the Annual Membership Meeting of the Club following a hearing and upon the recommendation of the Board of Directors, as provided in Section 3 of this Article. The defendant shall have the privilege of appearing and speaking in his or her own behalf though no evidence shall be presented or considered at this meeting. The President shall read the charges and the findings and recommendations and shall invite the defendant, if present, to speak on his or her behalf. The members present at the meeting shall then vote by secret written ballot on the proposed expulsion. A vote for expulsion by two-thirds (2/3) or more of the members present and voting at the Annual Membership Meeting shall be necessary for expulsion.

SECTION 5 - LAPSING: Termination of membership in the American Boxer Club shall be automatic for any member or member club whose dues remain delinquent after the first day of February as provided in Article I, Sections 8, 9A; Article II, Section 4.

SECTION 6 – SUSPENSION OF MEMBER CLUBS: Any member club which shall fail to comply with any provision of these By-Laws may be suspended by the Board of Directors. Charges of failure to comply must be filed as provided in Section 2 of this Article. Said member club shall thereupon be given notice in writing of said charges by Certified Mail, Return Receipt Requested. In the event of compliance with the allegedly violated provision of the By-Laws within thirty (30) days after

receipt of the aforesaid notice, these charges will be dropped and the club so notified. Otherwise, the member club shall be afforded a hearing by the Board of Directors within a period of not less than six (6) nor more than twelve (12) weeks from the date of receipt by the accused club of notice of said charges. This hearing will be held for the purpose of permitting the accused club to show reasons for failure to comply with the allegedly violated provisions of the By-laws and to present evidence in its defense. After the hearing, the Board of Directors may, if contrary cause has not been shown, institute a suspension of the privileges of membership of said club until such time as its compliance with the By-laws is effected. An affirmative vote by at least two-thirds (2/3) of the Board of Directors shall be required for such action. Reinstatement of the privileges of said club will be subject to demonstration of its compliance with the By-laws and approval by the Board of Directors.

ARTICLE IX **BREED STANDARD AND CODE OF ETHICS**

SECTION 1 – BREED STANDARD: The Standard for the Boxer breed adopted by the American Boxer Club, approved by the American Kennel Club, and in force at the time of adoption of these By-laws will be the recognized breed Standard. This Standard may be amended or modified under the provisions of Article X of the By-laws.

SECTION 2 - CODE OF ETHICS: The Code of Ethics approved by the Board of Directors and adopted by the membership will be the recognized Code of Ethics of the American Boxer Club. This Code of Ethics may be amended or modified under the provisions of Article X of the By-Laws.

ARTICLE X **AMENDMENTS**

SECTION 1: Amendments to the By-laws, to the Standard for the breed or to the Code of Ethics may be proposed by the Board of Directors or by written petition addressed to the Secretary, signed by ten percent (10%) 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 membership with the recommendations of the Board of Directors by the Secretary within three (3) months of the date when the petition was received by the Secretary.

SECTION 2: Proposed amendments to the By-laws, to the Standard for the breed or to the Code of Ethics will be mailed by the Secretary to each member in good standing, accompanied by a ballot on which he or she may indicate his or her vote for or against the proposed action. The notice with such ballots shall specify a date not less than thirty (30) days after the date of mailing by which date the ballots must reach the Auditor to be counted. Such amendments will be adopted if two-thirds (2/3) or more of the valid ballots cast within the time limit favor ratification.

SECTION 3: No amendment to the By-Laws or to the Standard for the breed that is adopted by the American Boxer Club shall become effective until it is approved by the Board of Directors of the American Kennel Club.

ARTICLE XI
DISSOLUTION

SECTION 1: The Club may be dissolved at any time by the written consent of not less than two-thirds (2/3) of the members. In the event of dissolution of the Club, other than for purposes of reorganization, whether voluntary or involuntary, or by operation of law, none of the property of the Club nor any proceeds thereof nor any assets of the Club shall be distributed to any members or member clubs of the American Boxer Club. 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.

ABC APPROVAL COMPLETE AND FINAL September 15 and December 1, 2009

AKC APPROVAL COMPLETE AND FINAL January 15, 2010

ABC BY-LAWS REVISION COMMITTEE
Sharon K. Steckler, Chairman