

Doberman Pinscher Club of Southern California

BYLAWS

Article II - Meetings

Section 1. General Club Meetings

Meetings of the Club shall be held in the AKC designated territory for holding in-person general club meetings, on the third Wednesday in the months of January through November in each year, at such hour and place as may be designated by the Board of Directors. Meetings may be held through electronic methods, such as Zoom, Google Meet, Microsoft Teams, etc. A December meeting may be held at the discretion of the Board, with notification and specifics provided to the general membership. Written notice of each such meetings shall be mailed or electronically posted by the Secretary at least ten (10) days prior to the date of the meeting. Notification shall also include any details necessary for members to connect electronically to the meetings. The quorum of such meetings shall be 20% of the members in good standing. In the absence of a quorum, no club business can be transacted at the meeting, and the meeting shall be adjourned. Attendance will be recorded at all meetings for the purpose of determining eligibility to vote.

Section 2. Special Club Meetings

Special Club meetings may be called by the President, or by a majority vote of the members of the Board who are present and voting at any regular or special meeting of the Board, or by the Secretary upon receipt of a petition signed by five (5) members of the Club who are in good standing. Such Special Meetings shall be held in the vicinity of Southern CA, and at such hour and place as may be designated by the person or persons authorized herein to call such meetings. Special club meetings may be held through electronic methods, such as Zoom, Google Meet, Microsoft Teams, etc. Written notice of such meetings shall be mailed by the Secretary at least five (5) days and not more than fifteen (15) days prior to the date of the meeting. Said notice shall state the purpose of the meeting. Notification shall also include any details necessary for members to connect electronically to the meetings. No other Club business may be transacted other than that stated in the purpose of the meeting. The quorum for such a meeting shall be 20% of the members in good standing. Attendance will be taken at these meetings.

Section 3. Board Meetings

Meetings of the Board of Directors shall be held at a location convenient for the Board members in the months of February, April, June, August, October, and December in each year at such hour and place as may be designated by the President. Written notice of each such meeting shall be mailed by the Corresponding Secretary at least five (5) days prior to the date of the meeting. The quorum for such meetings shall be the majority of the Board.

The Board of Directors may conduct its business by mail, facsimile transmission, and electronic process or by telephone conference call by the President. The Secretary shall attest to the results of balloting by conference call. In the event that the 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 to ensure the following with respect to the conduct of such meetings:

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- (a) That every Board member is available to participate in the electronic conduct of such business;
- (b) The participants in such electronic business meetings must be verified to determine that the participant is a Board member eligible to participate in the meeting;
- (c) The members participating in the electronic meeting must be able to receive all data and information that is necessary to conduct the meeting;
- (d) That all Board members have agreed to the conduct business through the electronic process.

Section 4. Special Board Meetings

Special meetings of the Board may be called by the President or by the Corresponding Secretary upon receipt of a written request signed by at least two (2) members of the Board. Such special meetings shall be held at a location convenient for the Board members and at such hour and place as may be designated by the person herein authorized to call such meetings. Special board meetings may be held through electronic methods, such as Zoom, Google Meet, Microsoft Teams, etc. Written notice of such a meeting shall be mailed by the Corresponding Secretary at least five (5) days and not more than ten (10) days prior to the date of the meeting or telegraphic notice shall be filed at least three (3) days and not more than five (5) days prior to the date of such meeting. Any such notice shall state the purpose of the meeting and no other business shall be transacted thereat. Notification shall also include any details necessary for members to connect electronically to the meetings. A quorum for such a meeting shall be a majority of the Board.

Section 5. Voting

Each member in good standing whose dues are paid for the current year shall be entitled to one vote at any general meeting of the Club at which they are present. No member may vote whose dues are not paid for the current year. Proxy voting will not be permitted at any Club meeting or election.

Section 6. Parliamentary Procedure of Meetings

All meetings and parliamentary procedures shall be conducted in accordance with the latest edition of "Robert's Rules of Order", unless this is in conflict with the requirements of this Constitution and Bylaws, in which case the Constitution and Bylaws shall take precedence.