



United Poodle Breeds Association

Bylaws

Article I. Membership.

Section 1. Eligibility. There shall be seven types of membership in the Association. The Association encourages membership by all persons who have a sincere desire to promote the welfare of the Poodle and Standard Poodle and who meet the following eligibility criteria. Members need not own a Poodle or Standard Poodle. Members and prospective members must subscribe to the purposes and objectives of the Association; agree to abide by the Association Code of Ethics; and be in good standing with United Kennel Club.

Section 2 Types of Membership.

Section 2.1. Individual Membership. Individual Membership is open to individuals 18 years of age or older. Each Individual member is entitled to one vote and is eligible to hold office in the Association. An Individual member shall receive one copy of each newsletter.

Section 2.2. Household Membership. Household Memberships are open to any two adults residing together at the same address Each Household Membership is entitled to two votes, but only one member may hold office at any one time. Each Household Membership will receive one copy of the Newsletter.

Section 2.3. Junior Membership. Junior Membership is open to individuals under eighteen years of age. A Junior Member may convert to Individual Membership upon reaching her/his eighteenth birthday. Junior Members shall not be entitled to vote nor shall they be eligible to hold office, but they shall be eligible to speak at meetings and participate in debate, to serve on (but not to chair) committees, and to receive trophies or awards offered by or through the Association. Each Junior Member shall receive one copy of the newsletter.

Section 2.4. Senior Membership. Senior membership is open to individuals age 65 and older. An Individual Member may convert to Senior Membership upon reaching her/his 65th birthday. Senior Members have the same rights and privileges as Individual Members, but they may pay reduced Dues, as determined by the Board, beginning with Dues for the first year after they turn 65. It is the responsibility of the member to notify the Membership Secretary of eligibility for Senior Member status.

Section 2.5. Charter Membership. All members who join the Association on or before December 31, 2003, shall be designated "Charter Member" Charter Members shall have the same rights and privileges as other members of their same membership class.

Section 2.6. Honorary Membership. This rarely-used class of membership is reserved for individuals who have made extraordinary contributions to the Poodle or Standard Poodle breeds. The Board of Directors may elect to Honorary Membership any member in good standing, or any non-member who



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meets the eligibility requirements for membership. An affirmative vote of two-thirds (2/3) of the Directors present at a meeting of the Board, or two-thirds (2/3) of the entire Board voting by mail, shall be required to elect an Honorary Member. Honorary Membership shall be for the lifetime of the Honorary Member. It may also be conferred posthumously. Honorary Members shall be exempt from dues. No Honorary Member may vote unless he/she was a voting member in good standing at the time she/he was elected to Honorary Membership. A living Honorary Member is entitled to receive the newsletter.

Section 3. Dues. Payment of annual Dues signifies that the Dues-paying member subscribes to the purposes and objectives of the Association, accepts the Association's current constitution and bylaws, and agrees to abide by the Association's Code of Ethics.

Section 3.1. Amount. Annual membership dues shall be determined by the Board of Directors, not to exceed \$40.00 per person per year.

Section 3.2. Payment of dues. Dues are payable to the Treasurer on or before the first day of January of each year. A new member who has joined the Association during the months of October, November, or December shall be considered automatically paid up for the next year.

Section 3.3. Dues statement. By November 15th of each year, the Treasurer shall send to each member a statement of dues for the ensuing year. A membership renewal notice shall be published in the Association newsletter each fall.

Section 3.4. Non-payment of dues. No member may vote whose dues are not paid for the current year. The membership of any member who has not paid her/his dues by January 31st of any calendar year shall lapse. The Board of Directors may grant a grace period of an additional 30 days for payment to any member who applies for an extension.

Section 4. Application for Membership.

Section 4.1. Application. Each applicant for membership in the Association shall apply on a Board-approved Application for Membership, which shall provide that the applicant agrees to abide by the Constitution, Bylaws, and Code of Ethics of the Association, and by the rules and regulations of the United Kennel Club. The prospective member shall submit the completed, signed application and dues payment for the current year to the Membership Secretary.

Section 4.2. Approval of New Members. Unless rejected by the Board (according to Section 6 of this Article), a new member's application will be approved when the Membership Secretary has confirmed eligibility according to Article I, Sections 1 and 2 of these Bylaws and the Treasurer has confirmed receipt of Dues for the current year. Upon approval, the new member will be granted membership of a type for which she/he is eligible. The new member's name and membership type will be published in the next newsletter.



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Section 5. Rights and Privileges of Association Members.

Section 5.1 All Members. All members in good standing have the following rights and privileges:

- a) to attend meetings;
- b) to speak on debatable questions;
- c) to nominate and to second nominations of candidates for office;
- d) to inspect official documents and records of the organization;
- e) to insist on enforcement of the Bylaws and of parliamentary rules;
- f) to be treated with fairness and equality by the Association and its members;
- g) to participate in Association functions;
- h) to resign from the Association;
- i) to receive the Association Newsletter;
- j) to submit articles, letters, and other personal opinions to the newsletter without censorship, so long as they are not defamatory toward another member or another member's dogs;
- k) to exercise any other rights or privileges given to members by the law or by the Association Bylaws.

Section 5.2. Individual, Senior, Household, and Charter Members. In addition to the rights and privileges listed in Article I, Section 5.1, Individual, Senior, Household, and Charter members in good standing also have the following rights and privileges:

- a) to vote;
- b) to present and second motions;
- c) to be a candidate for office;
- d) to hold an office;
- e) to resign from an office.



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Section 6. Rejected Applications. The Board reserves the right to reject any application for membership if it has credible evidence that the applicant is ineligible for membership in the Association according to Article I, Section 1 of these Bylaws. Whenever an application is rejected, the applicant(s) should receive an explanation from the Board.

Section 7. Termination Of Membership. Memberships may be terminated for any of the following reasons:

Section 7.1. Resignation. Any member in good standing may resign from the Association upon written notice to the Membership Secretary. Resignation shall not discharge or eliminate any debt owed to the Association. Dues are considered an obligation to the Association and are incurred the first day of each fiscal year. Dues are non-refundable, and members who resign are not entitled to the return of any portion of their dues payment.

Section 7.2. Lapsing. A membership will be considered lapsed and automatically terminated if a member's dues remain unpaid after January 31st. A member whose dues are unpaid is not in good standing with the Association, and is not entitled to vote at any Association meeting. Dues paid at a meeting allow the member reinstatement of voting rights, provided the member is otherwise eligible.

Section 7.3. Suspension or Barring by U.K.C. Any member who is suspended or barred from the privileges of the United Kennel Club is automatically suspended or barred from the privileges of membership in the Association for the same period of time.

Section 7.4. Suspension or Expulsion from the Association. A membership may be suspended as provided in Article VIII.

Section 7.5. Reinstatement. A member who has resigned or lapsed may reapply for membership as a new member. A member who has been expelled may not reapply for membership.

Article II. Association Year.

Section 1. Fiscal Year. The Association's fiscal year shall begin on the first day of January and end on the last day of December.

Section 2. Official Year. The Association's official year shall coincide with the fiscal year, beginning on January 1 and continuing until the following January 1



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Article III. Meetings.

Section 1. Regular Meetings. Regular meetings shall be held at such time and place as may be designated by the Board of Directors. Written notice of the time, place and location of a regular meeting shall be mailed not later than 15 days prior to the meeting.

Section 2. Annual Meeting. The annual meeting of the Association shall be held during the month of September, October, or November in conjunction with a show and/or trial for the purpose of conducting Association business and at such time and place as may be designated by the Board of Directors. Written notice of the time, place, and location of this meeting shall be mailed not later than 15 days prior to the meeting. The quorum for this and all other Association membership meetings shall be 20 percent of the members in good standing.

Section 3. Special Association Meetings. Special Association meetings may be called by the President or by a majority vote of the members of the Board of Directors who are present and voting at any meeting of the Board, or who vote by mail. A Special Association Meeting may also be called by the Secretary upon receipt of a petition signed by 10 percent of the members of the Association who are in good standing. Such special meetings shall be held at a place, date, and time as may be designated by the person or persons authorized herein to call such a meeting. Written notice of such a meeting shall be mailed by the Secretary at least 15 days and not more than 30 days prior to the date of the meeting. This notice shall state the purpose of the meeting, and no other Association business shall be transacted thereat. The quorum for such a meeting shall be 20 percent of the members in good standing.

Section 4. Board Meetings. The first meeting of the Board shall be held immediately following the annual Association meeting and election. Meetings of the Association Board of Directors shall be held at such times and places as the Board of Directors shall from time to time determine by resolution of the Board of Directors. Written notice of each such meeting shall be mailed by the Secretary at least 15 days prior to the date of the meeting. The quorum for such a meeting shall be a majority of the Board.

Section 5. Special Board Meetings. Special meetings of the Board may be called by the Association President or Vice President, A special meeting of the Board may also be called by the Secretary upon receipt of a written request signed by at least three members of the Board. Such special meeting shall be held at such time and place as may be designated by the person authorized to call such a meeting. The Secretary shall mail written notice of such meeting at least 30 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. The quorum for such a meeting shall be a majority of the Board.

Section 6. Conducting Association Business via Electronic Communication. Association and Board members may use e-mail, chat rooms, message boards, and other means of electronic communication to facilitate Association business.

Section 6.1 Association Discussions.



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Section 6.1.1 Notice. Written notice of Association on-line discussions shall be mailed or e-mailed to all Association members in good standing by the Secretary at least 14 days and not more than 30 days prior to the scheduled discussion. Notice shall include:

- a) a designated e-mail list, chat room, or message board with instructions how to access it;
- b) the purpose(s) of the meeting and the starting and ending dates and times during which discussion may take place. No other Association business shall be discussed.

Section 6.1.2 Quorum. No quorum shall be required for Association discussions.

Section 6.1.3 Voting. No vote may be taken on any motion.

Section 6.1.4 Minutes. The Secretary shall be responsible for keeping minutes of these discussion by using chat room logs, by copying messages from the message board, by copying e-mail from the list, or by taking notes of the discussion.

Section 6.2 Regular Board Discussions. A majority of the Board may designate a regular date, time, and e-mail list, chat room, or message board for Board discussions.

Section 6.2.1 Notice. These regular discussions may be held without notice, but the President shall publish an agenda at the beginning of each discussion.

Section 6.2.2 Roll Call. The Secretary will take a roll call at the beginning of each designated meeting period.

Section 6.2.3 Quorum. A quorum for these discussions shall be a majority of the Board members. A Board member shall be considered present if she/he responds within one-half hour in a chat room, or within 24 hours on an e-mail list or message board.

Section 6.2.4 Voting. Board members may vote on any properly -made motion during these discussions, but no such vote shall be valid unless a written copy of the motion signed by the Board member clearly indicating the Board member's approval or disapproval of the motion is received via mail or fax by the Secretary within 10 days of the electronic vote. Board members shall be notified by mail or e-mail of the results of all balloting.

Section 6.2.5 Minutes. The Secretary shall be responsible for keeping minutes of the se discussions by using chat room logs, by copying messages from the message board, by copying e-mail from the list, or by taking notes of the discussion.

Section 6.3 Special Board Discussions. Special Board discussions may be called by the Association President or Vice President, or by the Secretary upon receipt of a written request signed by at least



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three members of the Board. Such special discussion shall be held at such date and time, and in such electronic format (e-mail list, chat room, or message board) as may be designated by the person authorized to call for such a discussion.

Section 6.3.1 Notice. The Secretary shall mail or e-mail written notice of such meeting at least 14 days prior to the date of the discussion. Any such notice shall state the purpose of the discussion, and no other business shall be transacted thereat.

Section 6.3.2 Quorum. A quorum for these discussions shall be a majority of the Board members. A Board member shall be considered present if she/he responds within one-half hour in a chat room, or within 24 hours on an e-mail list or message board.

Section 6.3.3. Voting. Board members may vote on any properly-made motion during these discussions, but no such vote shall be valid unless a written copy of the motion signed by the Board member, clearly indicating the Board member's approval or disapproval of the motion is received via mail or fax by the Secretary within 10 days of the electronic vote. Board members shall be notified by mail or e-mail of the results of all balloting.

Section 6.3.4 Minutes. The Secretary shall be responsible for keeping minutes of these discussions by using chat room logs, by copying messages from the message board, by copying e-mail from the list, or by taking notes of the discussion

Section 7. Quorum. No meeting may proceed unless there is a quorum present. For the transaction of regular Association business, a quorum shall exist when twenty percent (20%) of the members are present. In computing a quorum, the number of members in good standing who are present should be used, not the number who are voting. The Chair is counted in computing a quorum. It is the responsibility of the Chair to determine if a quorum exists before the meeting begins. If, at some point during the meeting, it becomes apparent that a quorum is no longer present, the Chair must declare the meeting adjourned. For Board or committee meetings, a majority of the member of the Board or committee shall constitute a quorum. Members must be present and a quorum must exist or no business may be legally transacted.

Article IV. Directors and Officers.

Section 1. Board of Directors. The Board of Directors shall be composed of the Officers, all of whom shall be members in good standing, and all of whom shall be elected as provided in Article V. Officers shall serve until their successors are elected. In addition, the immediate past President shall serve as a non-voting member of the Board for a period of one year only. General management of the Associations' affairs shall be entrusted to the Board of Directors.



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Section 2. Term of Office. The Officers of the Association shall serve for two years, or until their successors are elected. All Officers shall be limited to two consecutive terms of office and no person may hold more than one office per term. Other members of the Board of Directors shall be elected for two year terms, so staggered that one-half are elected at each annual meeting. Any director who misses two Board meetings within an Association year shall be removed from the Board of Directors, unless a majority of the Board members present and voting at the meeting from which the director is absent for the second time votes to excuse one or both of the absences.

Section 3. Officers. The Association's Officers, consisting of the President, Vice President, Secretary, Membership Secretary, and Treasurer shall serve in their respective capacities both with regard to the Association and its meetings and the Board and its meetings. All Officers must be in good standing with the United Kennel Club.

Section 3.1. President. The President, also known as "the Chair," shall be the chief officer and shall preside over all meetings of the Association and of the Board of Directors. The President shall have the duties and powers normally appurtenant to the office of the President in addition to those particularly specified in these bylaws.

Section 3.2. Vice President. The Vice President shall assist the President when and where possible. The Vice President shall serve as Parliamentarian. The Vice President shall have the duties and exercise the powers of the President in case of the President's death, absence, or incapacity.

Section 3.3. Secretary. The Secretary shall keep a written record of all meetings of the Association and of the Board, and of all matters of which a record shall be ordered by the Association. The Secretary shall have charge of non-membership correspondence, including but not limited to:

- a) notifying members of meetings and events;
- b) preparing, printing, and mailing official Association ballots;
- c) notifying Officers and Directors of their election to office;
- d) carrying out the duties and exercising the powers of the President in case of the resignation, death, absence, or incapacity of both the President and the Vice President;
- e) carrying out other such duties as are prescribed in these bylaws.

Section 3.4. Treasurer. The Treasurer shall collect and receive all moneys due or belonging to the Association. Moneys shall be deposited in a bank designated by the Board, in the name of the Association. The books shall at all times be accurate, up to date, and open to inspection by the Board. A report shall be given at every meeting of the condition of the Association's finances, and every item of receipt or payment not before reported. At the annual meeting, an accounting shall be rendered of all



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moneys received and expended during the previous fiscal year. In the event of the resignation, death, or expulsion of the Treasurer, all moneys and account books of the Association shall be handed over to the Board of Directors until the office of Treasurer is filled. The President shall sign all checks during this interim period.

Section 3.5. Membership Secretary. The Membership Secretary maintains the Associations' membership and mailing lists, and keeps track of all changes in members' names, contact information, and membership type. S/He publishes such changes in each newsletter. Members who prefer not to have this information published in the newsletter should so inform the Membership Secretary when notifying her/him of changes. The Membership Secretary keeps the Associations' official membership application form and distributes same to potential new members. S/He accepts membership applications, checks and confirms eligibility, issues membership cards as directed by the Board, and notifies applicants of their acceptance or rejection as directed by the Board. In addition, s/he distributes the Association's official new member "welcome packet" to all new Association members.

Section 4. Vacancies. Any vacancies occurring on the Board or among the Officers during the year shall be filled until the next annual election by a majority vote of all the remaining 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 V. Elections.

Section 1. Annual Election. The election of Officers and Directors shall be conducted by secret written ballot, except that if no nominations are received by the Secretary as provided in Article V, Section 2.4, no ballot will be necessary. In this case, the persons selected by the Nominating Committee will be declared elected by the Secretary at the annual meeting of the Association. If additional nominations have been made as provided in Article V, Section 2.4, the Chair of the Tally Committee shall report the results of the election at the annual meeting. The nominated candidate receiving the greatest number of vote's for each office or position on the Board shall be declared elected.

Section 2. Nominations. No person may be a candidate for an office or position on the Board who has not been nominated. Nominations cannot be made at the annual meeting, or in any manner other than as provided in this section.

Section 2.1. Nominating Committee. Before April 15th, the Board shall select a Nominating Committee, consisting of three members and one alternate, all members in good standing, none of which shall be a member of the current Board of Directors. The Board shall name one member of the committee to serve as Committee Chair. The Committee Chair shall be responsible for setting times and dates for Committee meetings, and for reporting results to the Association Secretary. The Nominating Committee may conduct its business in person, or by use of mail, fax, Telephone, or other electronic



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communication, provided that all decisions must be confirmed in writing to all members of the Committee within ten days.

Section 2.2. Tally Committee. At the same time it selects a Nominating Committee, or immediately before submitting a proposed amendment to the Constitution or Bylaws to the Secretary, the Board of Directors shall select three Association members, living within reasonable driving distance of one another, to serve as the Tally Committee in the event that it becomes necessary to hold an election or vote on a proposed amendment to the Constitution and Bylaws, and count ballots. The Board shall name one member of this committee as Committee Chair. The Committee Chair shall receive all mail-in ballots and shall report the results of the election or vote to the Association Secretary.

Section 2.3. Candidates. The Nominating Committee shall nominate from among the eligible members of the Association, one candidate for each office and for each other position on the Board, and shall procure the acceptance of each nominee. The Committee should consider geographical representation of the membership when selecting nominees, providing for representation of all regions to the extent that it is practicable to do so. The Committee should consider representation of both poodle breeds and both Poodle varieties when selecting nominees to the extent that it is practicable to do so. No person shall be nominated for more than one position. The Committee shall submit its slate of candidates to the Secretary no later than June 15th. The Secretary shall mail the list, including the full name of each candidate and the state or province in which the candidate resides, before May 1st, so that members may make additional nominations if they so desire.

Section 2.4. Additional Nominations. Additional nominations of eligible members may be made by written petition signed by ten percent of the Association members in good standing, addressed to the Secretary, and received at the Secretary's regular address on or before June 15th, accompanied by a written acceptance of the nomination from each additional nominee. No person shall be nominated for more than one position.

Section 2.4.1. Single Slate. If no valid additional nominations are received by the Secretary on or before June 15th, the Nominating Committee's slate of candidates shall be declared elected at the time of the annual meeting, and no balloting will be required.

Section 2.4.2. Multiple Candidates. If one or more valid nominations are received by the Secretary on or before June 15th, the Secretary shall mail to each member in good standing a ballot listing in alphabetical order all of the nominees for each position, together with an envelope addressed to the Chair of the Tally Committee. Ballots may be mailed with a newsletter.

Section 2.5. Counting the Ballots. Ballots must be returned by mail to the Chair of the Tally Committee no later than September 1st. Ballots postmarked after that date shall be invalid. The Chair shall set a meeting time for the Tally Committee as soon as practicable after September 1st in a place convenient to all committee members, at which meeting the committee shall count the ballots. The Chair shall report the election results to the Association Secretary not later than October 1st. All ballots and the envelopes



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in which they were received shall be given to the Secretary, who shall keep them for five years as part of the Association's official records.

Section 2.6. Election Results. Election results will be announced by the Secretary at the annual meeting of the Association.

Section 2.7. Change of Officers and Board Members. The newly-elected Officers and Board members shall take office at the conclusion of the annual meeting at which they were elected. Each retiring Officer and Board Member shall turn over to her/his successor in office all properties and records relating to that office within thirty days after the election.

Article VI. Contracts, Loans, Checks.

Section 1. Contracts. The Board may authorize any Officer, agent, or employee to enter into any contract or execute and deliver any instrument in the name of and on behalf of the Association.

Section 2. Loans. No loan shall be contracted on behalf of the Association, and no evidence of indebtedness shall be issued in its name unless authorized by a resolution of the Board of Directors. Such authority may be general or confined to specific instances.

Section 3. Checks, Drafts, Etcetera. All checks, drafts, or other orders for the payment of money, notes, or other evidence of indebtedness issued in the name of the Association shall be signed by the Association Treasurer, or such agent or employee of the Association, and in such a manner as shall from time to time be determined by the Board.

Article VII. Committees.

Section 1. Appointing Committees. The Board shall each year appoint such standing committees as needed to advance the operation of the Association or to aid the Board on particular projects. Such committees shall always be subject to the final authority of the Board.

Section 2. Terminating Committee Appointments. Any committee appointment may be terminated by majority vote of the full membership of the Board upon full written notice to the appointee, and the Board may appoint successors to those person whose service has been terminated.



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Article VIII. Discipline.

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

Section 2. Charges. Any member may prefer charges against a member for alleged misconduct prejudicial to the best interests of the Association or the Poodle or Standard Poodle breed. Written charges with specifications must be filed in duplicate with the Secretary together with a deposit of \$50.00, which shall be forfeited if such charges are not sustained by the Board following a hearing. The 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 Association or the Poodle or Standard Poodle breed. If the Board considers that the charges do not allege prejudicial conduct, it may refuse to entertain jurisdiction. If the Board entertains jurisdiction of the charges, it shall fix a date for a hearing by the Board not less than three weeks, nor more than six weeks, thereafter. The 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 her/his own defense and bring witnesses if she/he wishes.

Section 3. Board Hearing. The Board shall have complete authority to decide whether counsel may attend the hearing, but both complainant and respondent shall be treated uniformly in that regard. Should the charges be sustained after hearing all the evidence and testimony presented by complainant and respondent, the Board may, by a majority vote of those present, suspend the respondent from all privileges of the Association for not more than six months from the date of the hearing. If the Board deems that punishment insufficient, it may also recommend to the membership that the penalty be expulsion. In such case, the suspension shall not restrict the respondent's right to appear before the membership at the ensuing Association annual meeting which 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 Association may be accomplished only at the annual meeting of the Association following a Board hearing and upon the Board's recommendation as provided in Section 3 of this Article. The respondent shall have the privilege of appearing in her or his own behalf, though no evidence shall be taken at this meeting. The President shall read the charges and the Board's finding and recommendation, and shall invite the respondent, if present, to speak in her/his own behalf. The meeting shall then vote by secret written ballot on the proposed expulsion. A two-thirds (2/3) vote of those present and voting at the meeting shall be necessary for expulsion. If expulsion is not so voted, the suspension shall stand.



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Article IX. Amendments.

Section 1. Proposing Amendments. Amendments to the Constitution and Bylaws may be proposed by the Board of Directors or by written petition addressed to the Secretary signed by twenty percent (20%) of the membership in good standing. Amendments proposed by such a petition shall be promptly considered by the Board of Directors and must be submitted to the members with the recommendations of the Board by the Secretary for a vote at the time of the annual election subsequent to the date when the petition was received by the Secretary.

Section 2. Publishing Proposed Amendments. Proposed amendments must be published in the newsletter at least two months before the annual meeting with the recommendations of the Board. The Secretary shall mail to each member in good standing a ballot listing all proposed amendments, together with an envelope addressed to the Chair of the Tally Committee. Ballots may be mailed with a newsletter. The same ballot form may be used for proposed amendments as for the annual election of Officers and Board members.

Section 3. Voting Procedures. Proposed amendments to the Constitution and Bylaws may be included on the same ballot used for the annual election of Board members. Ballots shall be returned, counted, and results announced in accordance with the procedures outlined in Article V, Sections 2.5 and 2.6. The favorable vote of two-thirds of the members in good standing who return valid ballots within the specified time limit shall be required to effect such a proposed amendment.

Section 4. U.K.C. Approval. No amendment to the Constitution and Bylaws that is adopted by the Association shall become effective until it has been approved by U.K.C.

Article X. Dissolution. The Association may be dissolved at any time by the written consent of not less than two-thirds of the members in good standing. In the event of the dissolution of the Association, whether voluntary or involuntary or by operation of law, other than for purposes of reorganization, none of the property of the Association, nor any proceeds thereof, nor any assets of the Association shall be distributed to any members of the Association. After payment of the debts of the Association, its property and assets shall be given to a charitable organization for the benefit of dogs selected by the Board.



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Article XI. Order of Business.

Section 1. Association Meetings. At meetings of the Association, the order of business, so far as the character and nature of the meeting may permit, shall be as follows:

Roll Call

Minutes of last meeting

Report of President

Report of Secretary

Report of Membership Secretary

Report of Treasurer

Reports of committees

Election of officers and Board (at annual meeting in odd-numbered years)

Unfinished business

New business

Adjournment

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

Reading of minutes of last meeting

Report of Secretary

Report of Membership Secretary

Report of Treasurer

Reports of committees

Unfinished business

Bylaws



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Election of new members

New business

Adjournment

Article XII. Parliamentary Authority. The rules contained in the current edition of "Roberts Rules of Order, Newly Revised" shall govern this Association 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 Association may adopt.

Article XIII. Certification. We hereby certify that the foregoing Constitution and Bylaws consisting of 16 pages, including this page, constitute the Bylaws of the United Poodle Breeds Association, duly adopted by its Board of Directors at a meeting properly noticed and held, and at which a quorum was present on the (don't forget to put the adoption date here.)

Elizabeth Glew, President Date

Janice Bennet, Vice President Date

Beth Quinn, Treasurer Date

Sally Eller, Secretary Date

Theresa Brandt, Membership Secretary Date