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USRC CONSTITUTION AND BYLAWS

Constitution and Bylaws of the United States Rottweiler Club

Ratified March 8, 1990 Last Revised June 2, 2013

Article 1: Name, Colors and Profit Status

Section 1: Name

The name of the association shall be "United States Rottweiler Club". The proper abbreviation of this name shall be USRC.

Section 2: Colors

The colors of USRC shall be black and gold.

Section 3: Profit Status

- a. The United States Rottweiler Club shall be conducted as a nonprofit organization and the Secretary shall annually maintain corporate status as required by applicable state law.
- b. Persons who, in the course of official duties or in the service of the USRC, incur expenses may apply to the Treasurer for reimbursement for these expenses. Reimbursement, if any, must be approved by the Board of Directors.

Article 2: Purpose and Objectives

Section 1: Purpose

The purpose of the USRC is to promote, preserve and protect the Rottweiler in the United States as a working breed through sanctioned events including but not limited to performance trials, breed suitability tests, conformation events, seminars, as well as adherence to the FCI breed standard for the Rottweiler and ethical breeding standards and practices.

Section 2: Objectives

The objectives of the USRC toward which effort is directed shall be:

- a. Establish and maintain membership for those who prescribe to and abide by the purpose and objectives of the USRC and promote camaraderie and good sportsmanship amongst the USRC's members.
- b. Develop, qualify and license local clubs so that the clubs may conduct IPO Trials, Breed Suitability Tests, Conformation Shows and other activities to promote, protect and advance the interests of the Rottweiler.
- c. Develop, qualify and license judges so that the judges may judge IPO Trials, Breed Suitability Tests, Conformation Shows and other activities to promote, protect and advance the interests of the Rottweiler.
- d. Promote Breed Suitability Tests, IPO Trials and Conformation shows as well as other activities that promote, protect and advance the interests of the Rottweiler as a working breed.
- e. Promote USRC members that subscribe to the USRC's purpose as attested to by their membership, and who uphold its standards of ethics, integrity and sportsmanship and engage in the USRC's activities and directives.
- f. Promote the USRC members' dogs that are considered breed worthy in accordance with the USRC's objectives.
- g. Conduct one National Sieger Show and one National Schutzhund Trial per year.
- h. Encourage and sponsor, if financially possible, participation by the members' dogs in championship working events hosted by other organizations (AWDF, IFR, FCI etc).
- i. Establish, maintain and enforce ethical breeding standards and practices by members through breeding regulations that promote working Rottweiler characteristics and genetic health and ensure that only dogs that have been deemed free of disqualifying faults in accordance with the FCI breed standard for the Rottweiler are used for breeding by members.
- j. Establish and maintain alliances with AWDF, ADRK, FCI and IFR.

Article 3: Parliamentary Authority

To facilitate the smooth functioning of the assembly and to provide a firm basis for resolving questions of procedure that may arise, the rules contained in the current edition of Robert's Rules of Order Newly Revised shall govern the proceedings of the USRC in all cases to which they are applicable and in which they are not inconsistent with these bylaws and any special rules of order the USRC may adopt. In case of a conflict between the provisions of these bylaws and the parliamentary provisions of Robert's Rules of Order, the provisions of these bylaws shall take precedence.

Parliamentary rules, the USRC Bylaws and standing rules should only be used in good faith and to the extent necessary to expedite business, to avoid confusion and to protect the rights of members and the USRC. A minor procedural error will not invalidate an action that has been taken by the USRC.



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Article 4: Official Communication

The USRC website is the official form of communication to the public and the USRC forum is the official communication for the membership.

Article 5: Event Regulations

USRC shall follow in a general manner, the FCI International Utility Dog Trial performance guidelines for Utility Dog Trials (IPO), the ADRK regulations for conducting Breed Suitability Tests, and the ADRK regulations for Conformation shows.

Article 6: Memberships

Section 1: Membership Eligibility

- a. Membership in the USRC shall be limited to those who prescribe to and abide by the purpose and objectives of the USRC, all rules of the USRC and those who observe the highest standards of sportsmanship and good will at any meetings, forums, shows and working events, and at any other event or gathering, real or electronic, involving Rottweilers.
- b. Membership in the USRC is a privilege.
- c. Payment of dues constitutes agreement to abide by the purpose and objectives of the USRC, all rules of the USRC, and the membership agreement.
- d. Any person whose membership application has been rejected by USRC, or who has been suspended or banned from USRC, or is a Probationary Member, may not participate in USRC events.

Section 2: Membership Application Procedures

- a. All new applicants for USRC membership or any person whose prior membership in USRC has lapsed shall apply for membership.
- b. The names of all applicants for USRC membership shall be posted to the USRC forum.
- c. All applicants will be screened to ensure those applicants meet membership eligibility requirements. No person shall be refused membership on a basis of race, color, creed, religion, gender, age, or national origin.
- d. Any objection to these applicants shall be sent via private e-mail with accompanying proof of objections raised to the Board of Directors.
- e. The Board of Directors shall vote on all applicants to accept as a full member, conditionally accept as a probationary member, or reject the application.

Section 3: Types of Membership

The USRC shall be composed of four (4) types of memberships. An official membership card shall be provided to all membership types, except Probationary members.

- a. Full Membership
Full members are eligible to participate in all the USRC's events and programs and are eligible for election to office or to serve on USRC committees.
- b. Family Membership
A family membership shall recognize two adults living in the same household as individual full members with all rights and privileges as described in part "a" above. Persons under the age of 21 residing within the household will also be recognized as individual full members of USRC with all rights and privileges, but shall not vote, hold office or be counted as full members for purposes of club formation or continuance.
- c. Honorary Membership
From time to time, as the USRC deems appropriate a person or persons may be offered honorary membership. This is intended to honor a person or persons for exceptional achievement or service to the USRC and Honorary members shall be exempt from annual dues.
- d. Probationary Membership
A probationary member may be an applicant or a full member under disciplinary suspension. Probationary members are not eligible to participate in USRC sanctioned events and programs and may not vote or hold office. Probationary members may not be counted as full members for purposes of club formation or continuance. When the previously designated conditions or obligations have been met or the designated time period has elapsed, the secretary shall conduct a vote of the Board of Directors to upgrade a Probationary member to Full membership, to remain a Probationary member for a specified period of time, or to terminate membership.



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Section 4: Rules for Individual Memberships

- a. Annual Dues
The Board of Directors shall establish the amount of dues and the due date for all types of memberships.
- b. Notification of Annual Dues
At least one (1) month before the annual due date all members will be notified of the dues due date electronically.
- c. Non-payment of Dues
If the membership dues are not received by the annual due date, the membership shall be immediately terminated. Such termination shall result in loss of all rights and privileges of membership.
- d. Resignation
Any member may resign from the USRC at any time and the member shall be deleted from the membership list. Resignations must be submitted to the Board of Directors in writing.
- e. Termination or Suspension of membership
The Board of Directors shall have the right to suspend or terminate an individual's membership for non-payment of dues, violation of the current USRC membership agreement, and/or conduct determined by the Board of Directors to be detrimental to the purposes, goals, and welfare of the USRC.

Article 7: Membership of Clubs

Section 1: Levels of Club Membership

- a. Provisional Clubs
A Provisional club is considered an apprentice club and must complete a program of qualification prior to becoming a Full Member Club. A Provisional Club may not hold a USRC Sanctioned Event. Provisional clubs are formally connected with USRC and are expected to make progress toward full member club status.
- b. Full Member Clubs
A full member club may be licensed by USRC to conduct Breed Suitability Tests, Schutzhund Trials, Conformation Shows and other events sanctioned by USRC. Full member clubs must have demonstrated satisfactory qualifications, knowledge, and abilities to conduct each type of USRC sanctioned event in accordance with USRC event rules prior to being approved to host such event.

Section 2: Rules for Club Memberships

The Board of Directors shall vote on all clubs to accept as a full member club, to accept as a provisional club, to terminate a club's membership or to reject a club's application for membership as applicable.

- a. Members
A USRC Provisional or Full Member Club must have and maintain not fewer than five (5) adult Full USRC members.
- b. Annual Dues
The Board of Directors shall establish the amount of dues and the due date for all types of club memberships. At least one (1) month before the annual due date all clubs will be notified of the dues due date electronically.
- c. Annual Events
A club shall hold at least one USRC sanctioned event per calendar year beginning January 1 of the year after the year in which the club is granted full member status. A sanctioned event shall consist of a USRC IPO Trial, USRC Conformation Show, USRC BST or a USRC Seminar primarily for Rottweilers and/or Rottweiler owners. Other types of USRC events may be sanctioned by vote of the Board of Directors.
- d. Club Dues and Obligations
A USRC Provisional or Full Member Club's dues and obligations must be current. Obligations include, but are not limited to: Monies due to USRC, (i.e. from Shows, BST's, Trials etc), annual events, event paperwork, and membership requirements.
- e. Resignation
Any club may resign from the USRC at any time and the club shall be deleted from the club membership list. Resignations must be submitted to the Board of Directors in writing.
- f. Club Membership Level, Termination of club membership or fines.
The Board of Directors shall have the right to fine a club, move a club to Provisional status or to terminate a club's membership if a club's dues or obligations are not current. If a full member club is moved to provisional status due to delinquent dues or obligations, the club may be directly returned to full status once the obligations have been satisfied. Termination of a club shall result in loss of all rights and privileges of club membership.



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Section 3: Provisional Club Membership Admission Procedures

- a. To become a Provisional Club of USRC the club must provide at the time of application:
 1. The annual club membership fee.
 2. A statement signed by three (3) club officers guaranteeing the observance of the USRC Bylaws and rules.
 3. A list of the names and addresses of all club members.
 4. Any additional requirements specified by the Board of Directors.
- b. The progress of Provisional Clubs toward the attainment of Full Member Club status shall be monitored by the Board of Directors. Provisional status may be extended by the Board of Directors if justification for a Provisional Club's lack of progress is shown.

Section 4: Full Member Club Admission Procedures

- a. A Provisional Club may apply to the Board of Directors for Full Member status after successfully hosting a sanctioning USRC Show or IPO Trial and BST to demonstrate satisfactory knowledge and ability to conduct USRC sanctioned events in accordance with USRC event rules.
- b. A club may apply to the Board of Directors for direct admittance to Full Member status if the club is known to have satisfactory qualifications, knowledge, and abilities to conduct USRC sanctioned events in accordance with USRC event rules.

Article 8: Use of Association Assets or Information

Persons shall not, without the informed consent of the USRC, use the USRC's assets, materials or information.

Any and all assets, materials or information used in the performance of any USRC position are and become the exclusive property of the USRC. When a person leaves or vacates any USRC position for any reason, all such assets, materials or information must be turned over to the USRC immediately.

Board or Committee Members shall not divulge or make use of, except in the performance of official duties, any fact, information, or document not generally available to the Membership that is acquired by virtue of serving on the board or on a committee.

Article 9: Board of Directors

Section 1: Definition

The Board of Directors shall be comprised of the President, Vice President, Secretary, Treasurer and Breed Director.

Section 2: Authority

The Membership shall have the authority to elect Directors as specified in these bylaws. The Board of Directors shall be subject to the orders of the USRC. None of its acts shall conflict with adopted rules or action taken by the USRC. The authority vested in the Board of Directors by the Membership shall not be abused nor taken lightly. The Directors shall be accountable to the Membership at all times. The Board of Directors shall have the authority to conduct and supervise the affairs of the USRC. The Board of Directors shall have the authority to create standing and special committees with specified areas of responsibility. The Board of Directors shall have the authority to appoint or hire individuals for operational administrative duties of the USRC. The Board of Directors shall not have authority to amend or repeal these Bylaws.

Section 3: Duties of the Board of Directors

The Board of Directors shall conduct itself in accordance with accepted parliamentary procedures and must comply with applicable state and federal laws. The Board of Directors shall perform such duties as are specified in these bylaws and by the USRC's rules and shall keep the membership informed of their activities.

The Board of Directors shall administer programs, services, policies and goals to facilitate the USRC's purpose and objectives, and assess the performance of those programs. The Board of Directors shall manage the USRC's resources, approve and monitor financial plans. The Board of Directors shall ensure that the USRC maintains General Liability and Directors and Officer's Insurance.

Section 4: Duties of Directors

- a. President



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The President shall provide leadership to the Board of Directors and the Membership. The President shall supervise the management and activities of the USRC. The President represents the USRC in public. The President shall preside at all meetings of the Membership and the Board of Directors, real or electronic. The President shall ensure that all debate or discussion during meetings is limited to the merits of the discussion and shall prohibit attacks on members or allusion to the motives of members. The President has the authority to sign and deliver in the name of the USRC letters, contracts or other instruments pertaining to the business or will of the USRC, except in cases in which the authority to sign and deliver is required by law to be exercised by another person or is expressly delegated by the articles or bylaws or by the board to another officer or agent of the USRC. The President shall see that orders and resolutions of the board or the membership are carried into effect. The President shall encourage strategic planning towards the USRC's objectives and purpose and encourage the discussion of issues confronting the USRC. The President shall ensure the stewardship of the USRC's assets. The President shall fulfill such other duties as may be assigned by the USRC or the Board of Directors.

b. Vice President

The Vice President shall perform the duties of the President in the absence, incapacitation of or at the request of the President. In the event the office of President is vacated for any reason, the Vice President shall assume that office for the remainder of the term. The Vice President shall fulfill such other duties as may be assigned by the USRC, the Board of Directors, or the President.

c. Secretary

The Secretary shall record the minutes of all meetings of the USRC and the Board of Directors. The Secretary shall be custodian of all documents, including USRC bylaws, special rules, and standing rules. The Secretary shall record all revisions to the USRC bylaws and rules, resolutions and all other official action of the organization. The Secretary shall be responsible for official internal and external correspondence, as directed by the President or the Board of Directors. The Secretary shall maintain records of all Directors and Committees. The Secretary shall record all terms of office and facilitate elections. During any meeting of the Board or the Membership, it shall be the duty of the Secretary to ensure that only those persons authorized are allowed to vote. The Secretary shall fulfill such other duties as may be assigned by the USRC, the Board of Directors, or the President.

d. Treasurer

The Treasurer administers fiscal matters of the USRC. The Treasurer shall administer the financial policies and procedures of the USRC. The Treasurer shall insure that all funds received for the USRC are deposited into an appropriate financial institution, as determined by the Board of Directors, in a responsible, timely and organized manner. The Treasurer shall see that all disbursements are made as necessary and proper to meet the just and due obligations of the USRC in a responsible, timely and organized manner. The Treasurer shall insure that all governmental taxes, reporting forms, and regulations are met on a timely basis. The Treasurer shall keep record of all assets of the USRC and the specific location of those assets. The Treasurer shall prepare a yearly budget and financial statement to be reviewed and approved by the Board of Directors and presented to the Membership. The Treasurer shall fulfill such other duties as may be assigned by the USRC, the Board of Directors, or the President.

e. Breed Director

The Breed Director shall be responsible for the development and implementation of the USRC's rules and programs on breeding, breed tests, health testing and promotion of the USRC members and members' dogs that are considered breed worthy in accordance with the USRC's objectives. The Breed Director shall be responsible for verifying that the association members follow the breeding policies of the USRC. The Breed Director shall fulfill such other duties as may be assigned by the USRC, the Board of Directors, or the President.

Section 5: Terms of Office

All elected Directors shall have terms of office not to exceed two (2) years.

Section 6: Business of the Board of Directors

- a. All business of the Board of Directors shall be conducted by a non-synchronous, continued electronic meeting through the use of an email group designated by the Board of Directors, except as provided for a physical meeting. All Directors must have access to the email group. Informal USRC related discussion is allowed within



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the email group. The current President and Secretary shall be the administrators of the email group. Other Directors may have administrative privileges as necessary.

- b. All discussion, debate and motions will take place within the email group except for election of Directors or other business conducted at any physical meeting called by the Board of Directors. All Directors shall check their email regularly for meeting material. It is the Director's responsibility to participate in discussion and voting. It is their responsibility to use their e-mail and keep up with the deliberations. Email subject lines may not be altered.
- c. Physical meetings of the Board of Directors may be called for the Board of Directors by a two thirds (2/3) majority vote of the Board of Directors. Notice of such meeting shall be given to all Directors at least fourteen (14) days prior to the meeting. The physical meeting must have a majority of the Board of Directors in attendance to constitute a quorum for the purpose of voting.
- d. All meeting debate and discussion must be fundamentally impersonal. A motion – its nature or consequences – may be attacked vigorously. But it is never permissible to attack the motives, character, or personality of a Director either directly or by innuendo or implication. It is the duty of the President instantly to stop any Director who uses improper language, acts in a disorderly or discourteous manner or engages in personal attacks against another Director. If the President fails to interrupt, any Board of Director may rise to a point of order and call the attention of the President to the misconduct. Any Director who fails or refuses to engage in discussion or debate in an orderly and courteous manner may be ejected from the email group or meeting by order of the President or by a vote of the Board of Directors.

Section 7: Electronic Motions

- a. An electronic motion is a proposal of any action that a Director wishes to recommend to the Board of Directors made through the official email group. A second is not necessary for the motion to be considered.
- b. Electronic motions shall be numbered for identification and the number shall contain the current year and a corresponding sequential motion number. (i.e. Motion #2013-1)
- c. Each new electronic motion must be made in a separate, new email message with no other message thread included and the motion.
- d. Electronic motion closing dates must provide a minimum of 24 hours and a maximum of 14 days for voting and the closing time is midnight, Pacific Standard Time. When selecting a closing date the extent of discussion potentially needed as well as the urgency of the motion should be taken into consideration.
- e. Each new main motion shall be submitted via the official email group and must contain the following:
 - 1) The subject line must contain the word "Motion" and the corresponding motion number and a brief description of the motion (i.e. Motion #2013-1 Approve TWRC for host of 2013 National Sieger Show)
 - 2) The motion must contain the date of the motion, the originator's name, the closing date, an explanation of the motion if necessary, supporting documentation if necessary and the complete text of the motion.
- f. New electronic motions in a new message thread may be introduced while there is another motion currently open. There is no limit on the number of simultaneous motions pending.
- g. A quorum for the purpose of electronic motions is established by the total number of votes cast on a particular electronic motion including submitted abstentions. A non-response does not count for the purpose of computing a quorum for voting purposes.
- h. Voting by proxy is not permitted.
- i. Directors may respond at will, debate and discussion may continue until the motion closing.
- j. Secondary and incidental motions shall be given a letter designation in the subject line. For example: The main motion is given the number #2013-1. There is a motion to amend. The amendment is given the designation "a". In the subject line the amendment will be designated "Motion 2013-1a". Multiple secondary and incidental motions shall be given succeeding letter designations.
- k. Directors may cast their vote at any time prior to the closing date by replying to the original or amended electronic motion with "Vote: Yes," or "Vote: No" or "Abstain" in the first line of the response along with their full name. A Director may change their vote at any time prior to the motion close. After the close of an electronic motion, a Director's vote may only be changed by proof that an error was made in the recording of the vote.
- l. After the electronic motion is closed the Secretary shall tally the votes and announce the results of the vote to the Board of Directors and the Membership, including the number of votes cast for and against the motion, the number of abstentions and the number of no response.



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Section 8: Director Eligibility

To be eligible for any elected position, a candidate must be a full member of the USRC, must be over twenty-one (21) years of age, must never have been removed from any previously held position in the USRC before the end of their term, and must not be under current disciplinary action. All candidates must possess integrity and must fully prescribe to the USRC's purpose and objectives. A candidate must have reliable access to email. A candidate must have experience in conformation shows, schutzhund trials, and training Rottweilers. A candidate must also meet the specific eligibility requirements for the position sought.

- a. President: A candidate for President must have knowledge and/or experience with the USRC's structure, Bylaws, policies, programs, rules and parliamentary procedure. A candidate must have management and leadership skills.
- b. Vice President: A candidate for Vice President must have knowledge and/or experience with the USRC's structure, by laws, policies, programs, rules and parliamentary procedure. A candidate must have management and leadership skills.
- c. Secretary: A candidate for Secretary must have knowledge and/or experience with the USRC's structure, bylaws, policies, programs, rules and parliamentary procedure. A candidate must have excellent organizational and record keeping skills. A candidate must have proficient computer skills.
- d. Treasurer: A candidate for Treasurer must have knowledge and experience with accounting. A candidate must be proficient with accounting computer software.
- e. Breed Director: A candidate for Breed Director must have knowledge and/or experience with USRC's bylaws, policies, programs and rules. A candidate must have significant experience and knowledge with showing, working, and breeding Rottweilers. A candidate must have knowledge of the FCI Breed Standard, accepted worldwide breeding policies and practices, health, registration, conformation shows, breed tests and working tests. A candidate must have management and leadership skills.

Section 9: Directors Shall Perform Duties

Directors shall perform duties prescribed by the Bylaws, adopted rules, and by the parliamentary authority adopted by the USRC. Failure to perform duties is grounds for removal by the Board of Directors. Failure to perform duties may include missing more than three (3) consecutive Board of Directors motions per annum, failure to respond to internal inquiries from other Directors, continued gross or willful neglect of duties, misuse of USRC assets or information, conduct that renders the Director unfit for office, incapacitation including but not limited to personal family illness or death, or for other unspecified cause deemed valid by the Board of Directors.

Section 10: Removal of Directors

The Board of Directors may put forth a motion to investigate cause for the removal of a Director. Adequate notification shall be provided as well as a reasonable opportunity, not to exceed two (2) weeks from the closing date of the motion to investigate, for the Director to present a defense to the remaining Board of Directors. The Board of Directors then may put forth a motion to remove the Director.

Section 11: Vacancies

In the event of resignation, incapacitation or removal of the President, the Vice President shall assume the office of the President for the remainder of the term. In the event of resignation, incapacitation or removal of the Vice President, Secretary, Treasurer or Breed Director the Membership shall immediately elect a replacement in accordance with the procedures described in Article 11 – Elections.

Section 12: Indemnification

Any Director who is named as a defendant in a legal proceeding in their capacity as a current or former Officer, Director or Board member shall be indemnified and held harmless by the USRC for costs, expenses, and damages actually and necessarily incurred by such person in defense of the legal proceeding except where gross negligence or malicious intent is evident.



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Article 10: Regions and Regional Directors

Section 1: Regions

The United States shall be divided into regions. Regional boundaries may be altered or regions may be divided by the Board of Directors.

Section 2: Duties of Regional Directors

A USRC Regional Director shall be the regional representative of the USRC. The Regional Director shall promote and assist in the development of new clubs in their region. The Regional Director shall approve all USRC sanctioned events for all clubs in their region and shall properly manage and assist with club's requests for judges according to the standing procedures to secure event judges. The Regional Director or their appointed representative must be present at all USRC sanctioned events in their respective region. A Regional Director shall have authority in their region only. If circumstances dictate, the Board of Directors may require a Regional Director to take responsibility for an area or a club outside of their own region. The Regional Director shall fulfill such other duties as may be assigned by the USRC, the Board of Directors, or the President.

Section 3: Eligibility Regional Directors

The Regional Director shall be selected for their knowledge and experience with Rottweilers, USRC events and the USRC Bylaws, standing rules and procedures. The Regional Director must reside within the regional boundaries, must not be less than twenty-one (21) years of age and must not be under current disciplinary action.

Article 11: Elections

- a. Elections shall be conducted by a non-synchronistic, continued electronic meeting on the USRC forum in odd numbered years beginning within 30 days following the annual membership renewal date. The electronic meeting for elections shall be 2 weeks in length except in the case where repeat voting is required to elect.
- b. The elections will be held on the USRC Forum in a special section designated for such elections where all USRC Full Members have read and write privileges. The elections section will be created on the USRC Forum a minimum of two (2) weeks in advance of the elections to provide notice of such elections to members. The title of the elections section shall contain the year, the words "Election of Directors and Regional Directors" and the start and completion date of the elections.
- c. The posted elections notice constitutes an invitation to participate in the elections. Any member who wishes to participate in the elections and subsequent voting must respond to the invitation on the forum prior to the start of the elections with their intent to participate and the region they reside in.
- d. The number of members declaring their intent to participate in the elections on the forum prior to the start of the elections constitutes a quorum.
- e. On the elections start date, the start of the elections will be formally announced along with a request for candidates for each open position. The position description and eligibility requirements will be included within the designated USRC Forum section.
- f. Candidates interested in running for a position must express their intent to run and their qualifications for the position sought in the forum elections section. Announcement by potential candidates of intent to run for a position will be open for one (1) week from the start date of the elections meeting. Discussion of potential candidates will be open for ten (10) days from the start date of the elections meeting.
- g. Discussion of potential candidates for Regional Directors shall be held in a special section designated for each region and shall be limited to the Board of Directors and members residing in that region.
- h. All discussion must be fundamentally courteous and orderly. Any member who fails or refuses to engage in discussion or debate in an orderly and courteous manner may be ejected from the elections by order of the President or by a vote of the Board of Directors.
- i. At the end of the candidate discussion period the opening of voting will be formally announced in the forum. All threads referencing a candidate's intention to run for a position will be locked.
- j. Voting for candidates will take place on the forum by use of the forum polling feature. Only members who declared their intent to participate prior to the start of the elections will have vote access.
- k. Voting for Regional Directors shall be held in the special section designated for each region and shall be limited to the participating members residing in that region.
- l. A majority of votes cast, excluding abstentions, is required to elect. Repeat voting is required if no candidate receives the necessary majority and the elections will be extended until a candidate is elected.



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- m. At the conclusion of the second week, or in the case of repeat voting when all open positions have been filled, the polls will be closed and locked, the voting results will be announced on the forum and the elections will be formally closed.
- n. Newly elected officers shall be seated on the day following the conclusion of the elections.

Article 12: Meetings of the Membership

- a. Meetings of the Membership may be called by a motion of the Board of Directors or by a petition of 25% of the membership on the USRC Forum. For a meeting petitioned by the Membership on the Forum, the Secretary shall acknowledge the petition and announce on the USRC Forum the actual number of members needed to validate the petition.
- b. Meetings of the Membership may be conducted by a non-synchronistic, continued electronic meeting on the USRC Forum or may be conducted as a physical meeting held in conjunction with a National event.
- c. An electronic meeting on the USRC Forum will be held in a special section designated for such meeting where all USRC Full Members have read and write privileges. The meeting section will be created on the USRC Forum a minimum of two (2) weeks in advance, to provide notice of such meeting to members. The title of the meeting section shall contain the year, the words "Meeting of the Membership" and the start of the meeting.
- d. The purpose of the meeting must be specified in the call of the meeting however it need not give the exact content of individual motions that will be considered. Privileged motions, subsidiary, incidental, or other motions may arise in connection with the transaction of such business or the conduct of the meeting.
- e. The posted meeting notice constitutes an invitation to participate in the electronic meeting. Any member who wishes to participate in the meeting and any subsequent voting must respond to the invitation with their intent to participate on the forum prior to the start of the meeting.
- f. The members declaring their intent to participate in the meeting on the USRC Forum prior to the start of the meeting constitutes a quorum.
- g. On the electronic meeting start date the start of the meeting will be formally announced along with the details of the subject matter of the motions or items of business to be considered.
- h. Electronic motions may be made by any member that declared intent to participate and each motion must have its own forum thread. Nothing further transpires until the motion is seconded via electronic communication.
- i. The Chair will then announce the motion and second on the electronic floor and call for discussion.
- j. Multiple motions may be discussed concurrently.
- k. All discussion must be fundamentally courteous and orderly. Any member who fails or refuses to engage in discussion or debate in an orderly and courteous manner may be ejected from the electronic meeting by order of the President or by a vote of the Board of Directors.
- l. When the discussion on a motion appears to have ended the chair shall ask if there is any further discussion. If no member asks for continued discussion within 24 hours the chair shall announce that discussion is closed and call for the vote on the main motion stating the cutoff date and time for voting on the main motion.
- m. If discussion is ongoing, any participating member may call for the question which potentially ends all discussion. Because this motion cuts off debate, call for the question must first be voted on before voting on the main motion. No person has the unilateral right to end or continue discussion. The chair shall state the cutoff date and time for the vote on the call for the question. Once the call for the question has passed, no further discussion on that motion will be permitted. The Chair shall call for the vote on the main motion stating the cutoff date and time for voting on the main motion.
- n. Voting on motions will take place by use of a poll on the USRC forum. Only members who declared their intent to participate prior to the start of the electronic meeting will have vote access.
- o. The Chair is to post a notice to all members when the cut off time is reached announcing that voting on that item as closed and the poll will be locked.
- p. After the electronic motion is closed the Secretary shall tally the votes and announce the results of the vote to the Board of Directors and the Membership, including the number of votes cast for and against the motion, the number of abstentions and the number of no response.

Article 13: Committees

The Board of Directors shall have the authority to create Standing and Special committees with specified areas of responsibility to assist in routine administrative duties, to make recommendations to the Board of Directors, to report to the Board of Directors, to consider, investigate or to take action on certain matters or subjects or to do all of these things.



USRC CONSTITUTION AND BYLAWS

Committees may be appointed with power to take all the steps necessary to carry out its instructions. All committees shall report to the Board of Directors.

Section 1: Standing Committees

The Chair and members of Standing Committees shall be selected by vote of the Board of Directors. The Board of Directors shall have the authority to remove a member of a Standing Committee and to fill any vacancy that may arise in the committee. The members of Standing Committees serve for a term corresponding to that of the Board of Directors that created the Standing Committees and selected the committee members.

Section 2: Special Committees

A Special Committee is a committee created and appointed by the Board of Directors, as the need arises, to carry out a specified task, at the completion of which – that is, on presentation of its final report to the Board of Directors – it automatically ceases to exist. A special committee may not be appointed to perform a task that falls within the assigned function of an existing standing committee.

Article 14: Discipline

It is understood that members, guests and clubs are required to refrain from conduct injurious to the USRC, its purposes and objectives, its events and the breed. In the best interests of the USRC, efforts will be made by the Board of Directors to obtain a satisfactory solution of any matter of discipline informally following the Guidelines for Discipline contained in standing rules. If a satisfactory solution can not be reached, the Board of Directors may put forth a motion to investigate or take action on allegations against members, event participants, or clubs or to appoint a special committee to investigate allegations against members, event participants or clubs and report their findings to the Board of Directors. Adequate notification shall be provided to the accused as well as a reasonable opportunity, not to exceed two (2) weeks from the closing date of the motion to investigate, for the accused to present a defense to the Board of Directors or assigned committee. Based on the findings of the investigation the Board of Directors may move to refrain from action or to take appropriate action. Formal discipline can include censure, fine, suspension or expulsion.

Article 15: Filing Suit or Threat of Lawsuit

Any USRC member who brings or threatens to bring legal proceedings against USRC, its Directors, Member Clubs or Members for any matter relating to USRC business or activities may have their membership immediately terminated by a vote of the Board of Directors. Any person who brings or threatens to bring legal proceedings against USRC, its Directors, Member Clubs or Members for any matter relating to USRC business or activities may be banned from participating in any and all USRC events by a vote of the Board of Directors.

Article 16: Bylaw Amendments

The Bylaws may be amended by the Membership following the procedures of Article 12, Meetings of the Membership by a two thirds (2/3) majority vote in favor of any bylaw change, addition or deletion for it to be adopted.

Article 17: Dissolution

The United States Rottweiler Club may be dissolved by the Membership following the procedures of Article 12, Meetings of the Membership by a two thirds (2/3) majority vote in favor of dissolution.

If the USRC is dissolved, all just debts and liabilities of the USRC shall be paid. After payment of all debts and liabilities, the USRC's assets and properties shall be distributed to a non-profit fund, foundation or corporation which is organized and operated exclusively for the welfare or betterment of the Rottweiler breed.