

BYLAWS OF THE GREATER DENVER AIREDALE TERRIER CLUB
A 501(c)7 Organization

MISSION STATEMENT

The Greater Denver Airedale Terrier Club is an organization formed by its members to further the interests of the Airedale Terrier in the Denver metro area. These shall include but not be limited to education, breed promotion, rescue, training, and various manners of support for Airedales and their families.

ARTICLE ONE - ORGANIZATION

1. The name of this organization shall be the Greater Denver Airedale Terrier Club. (Henceforth GDATC)
2. The organization, by a 2/3 majority vote of the membership body, may change its name.
3. In order to fulfill the mission statement, these bylaws may be amended, as needed, via 2/3 majority of the eligible voting members at the annual meeting only after proposed changes have been sent to all members in good standing at least two weeks prior.
4. The primary form of communication with and between members shall be assumed to be electronic, by telephony, and only as a last resort by the US mail.
5. At board meetings, business shall be conducted by the president, or in his or her absence the vice president, or if both are absent, the treasurer. Business will be conducted in a logical order and shall include a review of the minutes of the last meeting, reports of officers and committees and any new business to be considered.
6. The club shall not be conducted for profit, and no part of any profits or remainder or residue from dues or donations to the club shall accrue to the benefit of any member or individual. That does not mean, however, that expenses advanced on the club's behalf will not be reimbursed. As needed, the board may decide to donate its funds to rescue efforts that may be conducted outside the official auspices of the GDATC.
7. The club's fiscal year shall begin on the first day of January and end on the last day of December. The club's official year shall begin immediately at the conclusion of the election at the annual meeting and shall continue through the election at the next annual meeting.

8. The annual meeting shall be held in the late fall of the year, at which time elections for the board for the following year shall be held. It is the responsibility of the previous board member to ensure that any and all necessary records are transmitted to his or her successor in a timely manner.

9. A nominating committee shall be formed in the summer of each year to elicit volunteers to assume board positions. Club president, vice president and treasurer shall not serve on this committee. No one shall be designated a candidate without having been informed of the responsibilities of the office and having agreed to fulfill that office if elected.

10. The board may each year appoint committees to advance the work of the club. The chair of each committee shall attend board meetings as necessary and while not a board member shall vote on business coming before the board at that meeting. Such committees shall always be subject to the final authority of the board. The board may abolish such committees, at will, by a vote of a majority of the board's full membership.

11. Annual dues shall be established by the Board of Directors as approved by a majority of members in good standing at the annual meeting.

12. The club may be dissolved at any time by the written consent of not less than 2/3 of the members in good standing. In the event of the dissolution of the club, whether voluntary or involuntary or by operation of all law, none of the property of the club nor any proceeds thereof nor any assets of the club shall be distributed to any member, but after payment of the debts of the club, its property and assets shall be given to a charitable organization for the benefit of Airedales selected by the board of directors.

13. Board meetings are open to all members in good standing.

ARTICLE 2 - MEMBERSHIP

1. The membership will be open to all persons 18 years of age or older who are in good standing with the American kennel club and who subscribe to the purposes of the GDATC.

2. Individuals and families upon adopting an Airedale may, at the board's discretion, be offered a full or prorated free (one-year) membership in the GDATC.

3. Membership is assumed to be inclusive, and each member in good standing is encouraged to invite Airedale family/guardians to join in the mission.

4. New members may join the club and current members may renew their membership by submitting the application form with a dues check to the treasurer. The treasurer will deposit the check in the club's account and forward the form to the membership chair.

5. Members may resign from the club at any time. A member/family who has not paid dues to the club will be considered lapsed after 90 days. A member whose dues are unpaid is considered to be "not in good standing" and will not be permitted to vote at any meeting.

6. In the unlikely event of an expulsion of a member, the current year's dues shall be returned in full. In such a difficult process, sensitivity will be accorded to all parties.

7. Each family shall have one vote; each individual member shall have one vote.

ARTICLE 3 - BOARD OF DIRECTORS.

1. The officers of this organization shall be president., vice-president, treasurer, secretary, membership chairperson, webmaster, immediate past president, and three at-large members. As needed, the board may designate an individual to serve a special function as committee chair of an special operating committee and that individual shall have a vote at board meetings.

2. Any vacancies occurring on the board or among the offices during the year shall be filled until the next annual election by a majority vote of 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.

3. Any member desiring a leadership position on the board of directors shall first serve at least one term as an at-large member on the board. These leadership positions are president, vice president, and treasurer.

4. Unless otherwise specified duties of the board members are as follows:

- a. The president shall preside at all meetings of the organization and of the board of directors: shall appoint the chairman of all standing and special committees with the approval of the board: and shall perform all other duties usually pertaining to the office.
- b. The vice-president shall assume the duties of the president when the president is unavailable; and coordinate and direct club social activities.
- c. The secretary shall take, record, and disseminate board minutes; complete or direct completion of miscellaneous correspondence to individuals, agencies, organizations outside of the club; and notify membership of meetings.
- d. The treasurer shall collect and receive all monies due or belonging to the club; deposit the same in a bank designated by the board in the name of the club; maintain the club's ledgers so that they are available for inspection by the board at any time; provide a report on the condition of the club's finances; and render an account of all monies received and expended during the fiscal year at the annual meeting.
- e. The membership chair shall track applications from prospective new members making sure that such information is received by the board members in a timely manner and that a dues payment, if any, is sent to the treasurer; facilitate communications from within the club to new members, to prospective members, and/or new Airedale families; serve as the chair of the nominating committee.
- f. The webmaster shall develop and maintain the website www.gdatc.org; and facilitate communication on the club's website in any or all of its forms.

- g. The at-large members shall represent the interests of club members not currently serving on the board; make an effort to seek out information from members as to their satisfaction or lack thereof with club functioning and activities; and help carry out club business and social activities.