

**CONSTITUTION AND BYLAWS OF
THE UNITED BELGIAN SHEPHERD DOG ASSOCIATION, INC.**

1. Association.

- 1.1. Name.** This organization shall be known as the United Belgian Shepherd Dog Association, Inc. ("UBSDA" or "Club").
- 1.2. Affiliation.** The United Belgian Shepherd Dog Association shall be affiliated with The United Kennel Club, Inc. (UKC). There shall be no other affiliation with any other registering office, club, association, or groups, except by written consent of UKC. This article of this Constitution and Bylaws shall not be subject to change at present or in the future.
- 1.3. Non-Profit.** UBSDA shall conduct all business as a non-profit. No part of any profits or remainder of any residue from dues or donations to the UBSDA shall inure to the benefit of any member or individual.
- 1.4. Association Year.** UBSDA's fiscal and official year shall begin on the first day of January and end on the last day of December.

2. Objectives. The objectives of UBSDA shall be:

- 2.1.** To promote the Belgian Shepherd Dog as one breed with four distinct varieties - Groenendael, Laekenois, Malinois, and Tervuren - as recognized by the registering body, UKC.
- 2.2.** To promote a thorough understanding of the Belgian Shepherd Dog through education and open sharing of information.
- 2.3.** To advance and preserve the working characteristics of the Belgian Shepherd Dog.
- 2.4.** To conduct UKC sanctioned and licensed events. All licensed events sponsored by the UBSDA will be run in accordance with the rules, policies, and procedures of the UKC. The UBSDA reserves the right to refuse any entry in its competitions to any individual, at the discretion of the Board of Directors, excepting that refusal will never be based on race, color, creed, religion, gender, age, national origin or disability. UKC event rules include:
- 2.4.1.** Absolutely no alcoholic beverages, firearms, or illegal drugs will be allowed on the grounds or in the buildings while participating in any licensed UKC events.
- 2.4.2.** All UKC policies will be strictly adhered to during all UKC events.
- 2.4.3.** Members must conduct themselves in an honest and sportsman like manner at all meetings and events.
- 2.4.4.** Every applicant must agree to abide by these Bylaws before being accepted into membership.

3. Membership.

- 3.1. Classes.** There shall be three classes of members: Regular, Junior, and Honorary, which are open to all persons who are in good standing with the UKC, who support the objectives of the UBSDA, and meet all the qualifications of a Member in Good Standing, as defined in Section 3.1.4. In addition, those people who have applied for membership, and are awaiting approval by the UBSDA, shall be designated as Applicant Members and shall begin receiving The Belgian Beacon (Beacon) as soon as practicable. Except for those privileges limited to Regular Members only, all classes of membership shall have full membership privileges.
- 3.1.1. Regular Members** shall consist of any persons eighteen (18) years of age and older who shall be entitled to every privilege of and to participate in all benefits of membership in the UBSDA. Only Members in Good Standing can vote, hold office, serve as committee chairpersons or sponsor new members. Regular Members shall be responsible for the conduct of all business not specifically assigned to the Board. They shall be responsible for the promotion and operation of shows and trials. They shall elect the Officers and Directors from among themselves.

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- 3.1.2. Junior Members** shall consist of any persons at least eleven (11) and under eighteen (18) years of age. Junior Members must provide their birth date to UBSDA when they join. Dues are free for Junior Members. Junior Members are encouraged to volunteer, but may not vote, hold office, serve as committee chair or sponsor new members. Junior Members shall be considered Regular Members at the age of eighteen (18) years and when they have completed a Regular Membership Application and paid the regular dues.
- 3.1.3. Honorary Members** shall consist of any persons who have rendered meritorious service to the UBSDA or to the Belgian Shepherd Dog breed and are so elected by the Board. In addition, the judges for the past five (5) National Specialty Shows are automatically Honorary Members unless they are Regular Members. Honorary Members shall be exempt from all fees; however Honorary Members may not vote, hold office, serve as committee chair or sponsor new members. Honorary Members may choose to become Regular Members by submission of a completed Regular Membership Application and the payment of dues.
- 3.1.4. Members in Good Standing.** A member shall be considered "in good standing" if all of the following apply:
- 3.1.4.1. The Regular Member's dues for the current year are paid.
 - 3.1.4.2. The Regular Member does not have any overdue debt obligations to the UBSDA.
 - 3.1.4.3. The Regular Member has not been suspended or expelled in accordance with Article 11, Discipline.
- 3.2. Dues.**
- 3.2.1.** Changes to membership dues may be determined annually by the Board and approved by a written majority vote of the Regular Members voting. The Board may annually change the cost of membership dues without approval of the membership to cover any change in postal and/or printing costs, but no more than the actual next-dollar amount of such change.
- 3.2.2.** Same Household Dues. The Board may offer reduced total dues to people who: reside in the same household, receive mail at the same address, and share one copy of the Beacon and other information. Members paying household dues will receive two votes when voting.
- 3.2.3.** Junior Member Dues. Dues for Junior Members shall be free.
- 3.2.4.** Payment of Dues. Dues are payable before the first day of January of each year. No member may vote if their dues are not paid for the current year. Applicants for membership paying their first annual dues after October 1st in any calendar year will be credited with having paid their dues to December 31st of the following calendar year. Applicants not approved by the Board shall have any dues paid refunded to them.
- 3.2.5.** Notice of Payment. During the month of October, the Treasurer shall send a dues notice to each member for the following year. Any member whose dues are unpaid by January 1st shall be sent a second notice by the Treasurer, and shall pay an additional late fee of five dollars (\$5.00) for late payment of dues. Any dues remaining unpaid by January 31st will be considered lapsed and a new application must be submitted.
- 3.3. Application for Membership.** Each applicant for membership in the UBSDA shall apply on a Board-approved Application for Membership. The application shall state that the applicant agrees to abide by the Constitution and Bylaws of the UBSDA, and the rules and regulations of

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UKC, and that the applicant understands that full membership is contingent upon approval by the Board. The prospective member shall submit the completed application, together with their dues payment for the current year, to the Corresponding Secretary. Junior Members must have the written consent of at least one parent or legal guardian submitted with their application.

- 3.3.1. Sponsors.** Each applicant shall require two sponsors from two different households, not including the applicant's household, who have already been Members in Good Standing for a period of at least twelve (12) months and are willing to attest to the applicant's suitability for membership.
 - 3.3.2. Publication of Applicants' Names in Beacon.** After preliminary review of each application by the Board, the name and address of each applicant, the names of each applicant's sponsors, and a deadline for submitting comments shall be published to the membership. Any comments regarding the applicant must be submitted to the Corresponding Secretary in writing by Members in Good Standing. The deadline for comments shall be sixty (60) days after the scheduled publication date of the Beacon in which the names are published. The due date for comments shall be included with the name of applicant. The Corresponding Secretary shall provide all comments to the Board at the first Board meeting after the deadline for comments has passed.
 - 3.3.3. Election to Membership.** The Board shall vote on whether to accept the applicant into membership. No vote may be initiated until all Board Members have received a copy of all the comments on the application from the Corresponding Secretary. Approval of the applicant shall require a majority vote of the Board at the next meeting.
 - 3.3.4. Rejection of Applicants.** Any sponsor of an applicant whose membership application is not approved by the Board may personally present the application at the next annual membership meeting of the UBSDA. The UBSDA membership may approve such an applicant by a secret ballot resulting in a favorable vote of seventy-five (75) percent of the Members in Good Standing who are present and voting.
- 3.4. Termination of Membership.** Memberships may be terminated for any of the following four reasons:
- 3.4.1. Resignation.** Any Member in Good Standing may resign from the UBSDA upon written notice to the Corresponding Secretary. Resignation shall not discharge or eliminate any debt owed to the UBSDA.
 - 3.4.2. Lapsing.** A membership will be considered as lapsed and automatically terminated if such member's dues remain unpaid after January 31st and the member has not applied for an extension. The Board may grant an extension or grace period of an additional thirty (30) days for payment to any member who applies for an extension, provided that the extension is applied for before January 31st. Any member whose membership has lapsed must reapply for membership in the same manner as someone who has never been a member.
 - 3.4.3. Automatic Suspension.** Any member who is suspended or barred from the privileges of the UKC is automatically suspended or barred from the privileges of membership in the UBSDA for the same period of time.
 - 3.4.4. Expulsion.** A membership may be terminated by expulsion as provided in Article 11.

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4. Membership Meetings.

4.1. Annual Membership Meeting. The annual meeting of the UBSDA shall be held in conjunction with the Annual National Show at such time and place designated by the Board. Written notice of the time, place, and location of this meeting shall be included in the Premium List for the Annual National Show. The quorum for this meeting shall be ten (10) percent of the Regular Members.

4.2. Special Membership Meetings.

4.2.1. Special Membership Meetings may be called if any of these circumstances is met:

4.2.1.1. The President determines that a bona fide emergency situation exists such that if the matter were postponed until the next annual membership meeting, material, substantial, and irreparable harm would result to the Club.

4.2.1.2. The President is not available for any reason (e.g., resignation, death, illness, etc.) or does not want a special meeting and the Board by majority vote determines that a bona fide emergency situation exists such that if the matter were postponed until the next Annual Membership Meeting, material, substantial, and irreparable harm would result to the Club.

4.2.1.3. Fifteen (15%) of the Members in Good Standing request a Special Membership Meeting to be called by the Board and do so in writing setting forth the matters to be discussed. Those members requesting the meeting must set forth good and sufficient reasons why the matters they wish to discuss cannot be postponed until the next Annual Membership Meeting. The UBSDA Board of Directors will determine whether the reasons are good and sufficient, which then results in holding a Special Membership Meeting.

4.2.2. Special Membership Meeting Protocol. Upon any of the criteria set forth above being fully met (the “triggering event”), the Board shall:

4.2.2.1. Select and secure a suitable location or videoconference for the Special Meeting within fifteen (15) days after the triggering event.

4.2.2.2. Have the Corresponding Secretary send written notice to the membership within thirty (30) days after the location has been selected and secured. Such notice shall include date, time and place of the Special Meeting together with the business to be discussed (the “Notice”).

4.2.2.3. The Board must give at least twenty-one (21) days prior written notice to all members before holding a Special Meeting, but not more than fifty (50) days’ notice.

4.2.3. Special Membership Meeting Procedure. The Special Meeting shall be presided over by the President or, in the absence of the President, then Vice President, then Recording Secretary, then Corresponding Secretary, or in the absence of all, the Board shall choose from among itself who shall chair the meeting, and that person shall preside. The items discussed shall be limited only to those items set forth in the Notice and no other business. A quorum for a Special Membership Meeting shall be fifteen percent (15%) of the Members in Good Standing.

4.2.4. Cancellation of Special Membership Meeting. The Board, by simple majority vote, may cancel a special meeting if the reasons no longer exist for calling such a meeting, or in the event that a sufficient number of the members who have requested the Special Meeting withdraw their requests such that less than the percentage required to hold such a meeting still wants to have the meeting. In case of cancellation of the

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Special Meeting, members will be notified by the fastest and most expedient means or combination of means (e-mail, telephone, or other means), and followed up by a postcard mailing confirming the cancellation of the Special Meeting.

4.3. Voting. Each Member in Good Standing shall be entitled to vote at any membership meeting at which the member is present. Voting shall be conducted per Section 7.

5. Board of Directors. The government and management of the UBSDA shall be vested in a Board of nine (9) persons. The five (5) Officers (President, Vice-President, Treasurer, Recording Secretary, and Corresponding Secretary) and four (4) Directors shall be elected by the Members in Good Standing.

5.1. Board Election. Each member of the Board shall serve for a term of two (2) official years or until their successors are elected or appointed. In order to provide continuity, the President, Corresponding Secretary, and two (2) Directors shall be elected in odd numbered years, and the Vice-President, Recording Secretary, Treasurer, and two (2) Directors shall be elected in even numbered years. The outgoing President of the UBSDA shall serve as an advisor to the Board for a period of one (1) year after the expired Presidential term, but shall not have voting privileges on Board matters. Only Members in Good Standing can run for and be elected Officers or Directors of the UBSDA.

5.2. Term of Office. The term of office commences on the first day of the official year.

5.2.1. Period of Time. An Officer or Director shall hold office for a term of two (2) official years, or until their successor has been elected or appointed.

5.2.2. Restrictions on Consecutive Terms of Office or on Consecutive Terms on Board. All Officers and Directors shall be limited to two (2) consecutive 2-year terms. No person may hold more than one (1) office concurrently. If a Director or Officer has completed two consecutive terms in the same position, they must take a one year break before being eligible to serve again on the Board.

5.2.3. Removal from Office for Failure to Participate. Any Board Member with three (3) or more consecutive unexcused absences from Board meetings shall be automatically removed from the Board and from any Office. The automatic removal can be overridden by a majority of the Board Members present and voting at the first meeting following the third unexcused absence. In order for a Board member to have an excused absence, they shall notify the UBSDA President prior to the board meeting.

5.2.4. Recall by the Membership. If 25% of the Members in Good Standing sign a petition to recall one or more Board Members, and the petition is filed with the Recording Secretary together with certified funds in the amount of \$250, a recall election shall be held. If more than 67% of the Members in Good Standing vote to recall the Board Member, he or she shall be removed from office, and the \$250 fee shall be refunded. The remaining members of the Board shall fill the vacancy according to these Articles.

5.3. Duties of Officers. The duties of the officers are as follows:

5.3.1. President. The President shall preside at all meetings of the UBSDA and the Board, shall serve as liaison to the UKC, and shall have the duties and powers normally appurtenant to the office of the President in addition to those particularly specified in these Bylaws.

5.3.2. Vice President. The Vice President shall assist the President when and where possible and shall, in the President's absence, serve in the same capacity and with the same authority as the President. In the absence of a Parliamentarian, the Vice-President

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shall serve as Parliamentarian. The Vice-President shall be the liaison between the Board and the National Show Committee as well as with Local Clubs.

5.3.3. Recording Secretary. The Recording Secretary shall:

- 5.3.3.1. Keep a record of and minutes of all meetings of the UBSDA and the Board and all matters of which a record shall be ordered kept by the UBSDA.
- 5.3.3.2. Keep a unified list of motions passed.
- 5.3.3.3. Keep a record of all Board submissions to the Beacon and submit these items to the Beacon editor.
- 5.3.3.4. Keep a record of notifications of Special Meetings.
- 5.3.3.5. Inform the UKC of UBSDA actions that concern the UKC.
- 5.3.3.6. Receive and process charges against members.
- 5.3.3.7. Conduct other duties as assigned by the Board or these Bylaws. In the death, absence, or incapacity of the President and Vice President, the Recording Secretary shall carry out the duties and exercise the powers of the President.

5.3.4. Corresponding Secretary. The Corresponding Secretary shall:

- 5.3.4.1. Accept and process membership applications.
- 5.3.4.2. Keep and publish annually a membership roll.
- 5.3.4.3. Process UBSDA elections.
- 5.3.4.4. Conduct other duties as assigned by the Board or these Bylaws.

5.3.5. Treasurer. The Treasurer shall:

- 5.3.5.1. Receive and deposit all moneys due or belonging to the UBSDA, and write and sign checks as required by the Board. If the Board directs, the Treasurer must have a second Officer or Director, selected by the Board, co-sign checks above a pre-determined amount.
- 5.3.5.2. Moneys shall be deposited in a federally insured and regulated bank designated by the Board, in an account in the name of the UBSDA.
- 5.3.5.3. The books shall at all times be accurate, up to date, and open to inspection by the Board.
- 5.3.5.4. A report shall be given at every Board and Regular Membership Meeting, as well as in each Monthly Board Letter, of the condition of the UBSDA's finances and every item of receipt or payment not before reported.
- 5.3.5.5. At the Annual Membership Meeting, a written accounting of all moneys received and expended during the previous Official Year shall be distributed. Said annual accounting may use categorized totals and need not present each line item.
- 5.3.5.6. The Treasurer's books shall be audited at least at the end of the elected Treasurer's term in office, or after the resignation, death, or expulsion of the Treasurer.
- 5.3.5.7. The Board shall designate a professional auditor or an audit committee composed of three (3) Regular Members.
- 5.3.5.8. The Board may require the Treasurer to be bonded at UBSDA expense.
- 5.3.5.9. In the event of the resignation, death, or expulsion of the Treasurer, all moneys and account books of the UBSDA shall be handed over to the President until the office of Treasurer is filled. The President shall sign all checks during this interim period.

5.4. Directors. Duties of Directors are as follows:

- 5.4.1.** Respond to Board business and vote.

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- 5.4.2.** Serve on committees as available.
- 5.4.3.** Assist officers as needed.
- 5.5. Vacancies.** Any vacancies occurring on the Board during the year shall be filled until the next annual election by a majority vote of all 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 resulting vacancy in the office of Vice President shall be filled from the Board.
- 5.6. Compensation.** The members of the Board shall serve without compensation for time or labor but may be compensated for reasonable and necessary actual expenses as determined and individually approved by the Board.
- 5.7. Board Meetings.**
 - 5.7.1.** Meetings of the UBSDA Board shall be held not less than 4 times per year.
 - 5.7.2.** Notification of each meeting shall be sent by the Recording Secretary at least fifteen (15) days prior to the date of the meeting.
 - 5.7.3.** Meetings may be held in person, via telephone conference call, or via videoconference.
 - 5.7.4.** The quorum for such a meeting shall be a majority of the Board.
- 5.8. Special Board Meetings.** Special meetings of the Board may be called by the UBSDA President or by the Recording Secretary upon receipt of a request by at least a majority of the Board. Meetings shall be held using the options listed in 5.7.3. The Recording Secretary shall send notice of such meeting at least five (5) 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.
- 5.9. Harassment.** It shall be grounds for disciplinary action for any member to harass or coerce any Board Member.
- 6. Parliamentary Authority.** Meetings shall be governed by the current version of Robert's Rules of Order unless superseded by the Articles and Bylaws, or special rules adopted for a specific meeting.
- 7. Voting.**
 - 7.1.** All voting will be conducted by an electronic voting service which shall prevent multiple votes per email address, unless a member elects paper communication, in which case they will be mailed a paper ballot. Voting by voice or email during calls/electronic meetings or in person meetings is allowed.
 - 7.2.** All votes are a simple majority unless specified in a Section.
 - 7.3.** Members agree to release the UBSDA from any liability should the ballot not be received by the member, due to circumstances beyond the UBSDA's control.
 - 7.4.** There shall be no proxy or absentee voting.
- 8. Nominations and Elections.**
 - 8.1. Annual Election.** The annual election of Officers and Directors shall be conducted by secret ballot, except that if no nominations are received by the Corresponding Secretary, no ballot will be necessary, and the persons selected by the Nominating Panel will be declared elected by the presiding officer at the Annual Membership Meeting of the UBSDA.
 - 8.2. 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 Membership Meeting or in any manner other than as provided in this Article.

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- 8.2.1. Nominating Panel.** Before April 1st of each year, the Board shall select a Nominating Panel from among the Members in Good Standing, consisting of five members and two alternates, none of whom shall be a member of the current Board of Directors. In choosing the members of the Nominating Panel, the Board should try to ensure that different parts of the country have representation on the Panel. The Board shall name one member of the panel to serve as Chairperson, who shall be responsible for setting times and dates for Nominating Panel meetings and for reporting results to the Corresponding Secretary.
- 8.2.2. Nominees.** The Nominating Panel shall nominate from among the Members in Good Standing, one (1) nominee for each expiring position on the Board of Directors and shall procure signed, written acceptance of nomination and a resume from each nominee. The Nominating Panel should consider geographical representation of the membership when selecting nominees to the extent that it is practicable to do so. No person shall be nominated for more than one position. The Nominating Panel shall submit its slate of candidates accompanied by each candidate's resume to the Corresponding Secretary on or before June 1st of each year. The Corresponding Secretary shall distribute the list to the Regular Members on or before July 1st of each year. The list shall include the full name of each nominee, the resume for each nominee, and the state in which the nominee resides. The list will be considered approved unless Additional Nominations are brought forth by the deadline below.
- 8.2.3. Additional Nominations.** Additional nominations of eligible members may be made by submitting a written petition, signed by at least five (5) Members in Good Standing, addressed to the Corresponding Secretary and received at the Corresponding Secretary's postal address no later than August 15th, provided such nomination is accompanied by a signed, written acceptance of the nomination and a resume from each additional nominee. No person shall be nominated for more than one position.
- 8.3. Voting Process.** If one or more additional nominations from membership are received by the Corresponding Secretary prior to the deadline of June 1st, the Corresponding Secretary shall, no later than September 1st, distribute to each Member in Good Standing a ballot listing all nominees for each position in alphabetical order, with the nominees' resumes and states of residence. If additional nominations have been made, a vote will be conducted per Section 7. Prior to the Annual Membership Meeting, for the purpose of counting the ballots, the Board of Directors shall select three Members in Good Standing to serve as the Tally Panel. The Board shall name one member of the Tally Panel as Chairperson, who shall receive from the Corresponding Secretary the electronic results and paper ballots. The Chairperson of the Tally Panel shall report the results of the election to the presiding officer at the Annual Membership Meeting. The nominated candidate receiving the greatest number of votes for each office or position on the Board shall be declared elected. The winner of a tie vote shall be selected by the toss of a coin.
- 8.4. Ballots for a Special Vote.** In the event it becomes necessary to hold a vote other than at the Annual Membership Meeting, the Corresponding Secretary will conduct the voting per Section 7. The Board will set the timeframe for voting.
- 8.5. Assuming the Duties of Office and Transfer of Club Records.** The newly-elected Officers and Directors shall take office at the beginning of the new fiscal year. All retiring Officers shall turn over to the successors to their office all properties and records relating to that office, and in their possession, within fifteen (15) days after the beginning of the new fiscal year.

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9. Contracts, Loans and Checks.

9.1. 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 UBSDA.

9.2. Loans. No loan shall be contracted on behalf of the UBSDA, 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.

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

10. Committees and Panels.

10.1. Appointing Committees of the Club. The Board shall each year appoint such standing committees as needed to advance the operation of the UBSDA or to aid the Board on particular projects. Such committees shall always be subject to the final authority of the Board. The Board may assign the selection of committee members and/or committee chairs to the President if it so wishes.

10.2. Appointing Subcommittees of the Board. The Board may choose to appoint subcommittees of itself to promote its ability to act. Such subcommittees shall be composed entirely of serving Board Members. Such subcommittees of the Board shall in all cases present a report to the Board and only the Board acting as itself shall ratify or reject the report. These subcommittees of the Board shall not have the power to act as if they were the Board.

10.3. Terminating (Sub) Committee Appointments. Any committee appointment may be terminated at any time by majority vote of the full membership of the Board. The Board shall then give written notice to the appointee(s) whose services are terminated, and the Board may appoint successors to those persons whose service has been terminated.

11. Discipline.

11.1. UKC Suspension. Any member who is suspended from the privileges of the UKC shall be automatically suspended from the privileges of the UBSDA for a like period of time.

11.2. UKC Suspension Requirements.

11.2.1. To dismiss from the UBSDA membership without hesitation those who violate these by-laws and the principles of good sportsmanship including fair and honest conduct.

11.2.2. To automatically revoke the membership of any member known to: promote, support, or raise dogs for fighting; knowingly sell, give, or trade dogs that will be used for fighting; or condone or be associated with the facing off, game testing, rolling or pitting of dogs. The member will be reported to the United Kennel Club for disciplinary action as well.

11.3. Charges Against Members. Any member may bring charges against another member for violations of the UBSDA Rules and Regulations or misconduct prejudicial to the best interests of the UBSDA or the breed. The charges must be in writing, and must set forth with specificity the violations and/or misconduct which are alleged to have been committed by the member being accused. It is not sufficient to merely allege a violation has taken place, or that a person committed misconduct. The charges must specifically identify how the person allegedly violated the rule and/or what the misconduct was and how the misconduct was prejudicial to the Club or breed. Any documentary evidence supporting the allegations must be attached to the charges. If there is none, the charges must be accompanied by at least one (1) written

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affidavit of a witness other than the complainant who witnessed or heard, or otherwise has demonstrable personal knowledge of, the alleged violation or misconduct that is subscribed and sworn to under penalty of perjury in the presence of a notary public.

- 11.3.1. Manner of Filing.** The original charges (along with the supporting documents and/or affidavit(s)) must be filed with the Recording Secretary electronically and paid with a certified check, sent via mail with tracking, in the amount of one hundred-fifty dollars (\$150.00), which is non-refundable if the charges are not sustained following a hearing.
- 11.3.2. Procedure after Filing.** Within ten (10) days after receiving the properly filed charges, the Recording Secretary shall distribute the charges to each Board Member. A copy of the charges shall be sent by certified mail, return receipt requested, to the person(s) being charged.
- 11.3.3. Time for Response.** The person(s) being charged shall have twenty-one (21) days following receipt of the charges to file a written response with the Board by sending a paper response via certified mail, or an electronic response to the Recording Secretary. The response may include documentary evidence, as well as affidavits of witnesses to the events complained of.
- 11.3.4. Board's Review:** The Board shall review the charges and any response thereto and make an initial determination whether or not the allegations contained in the charges, together with any response thereto, merit a hearing on this issue of whether or not violations have taken place or misconduct has been committed. If any questions of fact regarding the events exist, as determined by a majority vote of the Board, which, if proven to be true, would constitute violations of the UKC rules and regulations, and/or misconduct prejudicial to the breed, the Board must hold a formal hearing within thirty (30) days after the Board votes to hold a hearing, at a time and place as convenient as possible to the complainant(s), the respondent(s) and a majority of the Board. The initial vote to determine whether or not to hold a hearing, and the participation in the hearing by some of the members of the Board, may be by telephone or video conference call, the expense of which shall be borne by the UBSDA. Both sides may be represented by counsel at their sole expense. Both sides may call witnesses and present evidence. The Board shall render a written decision within fourteen (14) days following the conclusion of the hearing. The decision shall be reached by a majority vote of the Board. If a majority of the Board votes that no violation has occurred and/or no misconduct has been committed, a notice that "there is no cause for action" shall be sent to both parties and thereafter the records of such proceeding shall be destroyed. Until such time as a decision of the Board has been rendered following a formal hearing, all proceedings of the Board regarding this matter shall be confidential so as not to expose the Board to charges of slander and/or libel in disseminating accusations which may later prove to be false. The only information which is considered public information and capable of being distributed for the information of the Club in general is the final decision of the Board following a formal hearing.
- 11.3.5. Penalties.** The Board may impose such penalties consistent with the nature of the offense which has been proven before it. Penalties may include both suspension from the UBSDA for periods ranging from one month to one year, and expulsion from the UBSDA for periods ranging from one year to life, but the Board shall not be limited to choosing between suspension and expulsion. In the event that the Board decides on a

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penalty of Expulsion for Life, this penalty must be confirmed by a majority written ballot of Members in Good Standing at the next Annual Membership Meeting. If the Expulsion for Life is not sustained at the Annual Membership Meeting, the penalty shall become Expulsion for One Year. Any expelled member shall be immediately removed from office and barred from serving in office again.

11.4. Charges Against Board Members. Any member may bring charges against any Board Member for violations of the UKC Rules and Regulations, misconduct prejudicial to the best interests of the UBSDA or the breed, or failing to perform the duties required of that Board Member's office. The charges must be in writing, and must set forth with specificity the violations and/or misconduct which are alleged to have been committed by the member being accused and/or the duties which were not performed. It is not sufficient to merely allege a violation has taken place, duties were not performed, or that a person committed misconduct. The charges must specifically identify how the person allegedly violated the rule and/or what duties he or she did not perform and/or what the misconduct was and how the misconduct was prejudicial to the Club or breed. Any documentary evidence supporting the allegations must be attached to the charges. If there is none, the charges must be accompanied by at least one (1) written affidavit of a witness other than the complainant who witnessed or heard, or otherwise has demonstrable personal knowledge of, the alleged violation or misconduct or nonperformance that is subscribed and sworn to under penalty of perjury in the presence of a notary public.

11.4.1. Manner of Filing. The original charges (along with the supporting documents and/or affidavit(s)) must be filed with the Recording Secretary either paper via certified mail, or electronically and paid with a certified check in the amount of one hundred-fifty dollars (\$150.00), which is refunded if the charges are sustained following a hearing, or if the Board Member 'cures' the charges.)

11.4.2. Club Procedure after Filing. The Recording Secretary shall distribute the charges to each Board Member within ten (10) days after receiving the same. A copy of the charges shall also be sent to the UKC and the Board Member(s) being charged by certified mail, return receipt requested.

11.4.3. Opportunity to Cure. Prior to a Board Member being charged with non-performance of his or her duties, the complaining party must first send written notice to the Recording Secretary and the Board Member complained of specifying which of his or her duties the Board Member is allegedly neglecting. No payment shall accompany this notice. The Board Member shall have ten (10) days following receipt of the written notice in which to cure his or her non-performance; or to provide proof to the rest of the Board and the complaining party of their good faith undertaking to cure any defect in the performance of his or her duties, including the reasons why the same cannot be completed within ten (10) days but containing assurances that they will be completed with all deliberate speed, which shall end the matter. If the Board Member does not remedy any defect in his or her performance within the ten (10) day time period, or does not give adequate assurances to the Board that any defect in his or her performance will be cured with all deliberate speed beyond the ten (10) day time period, then charges for non-performance shall proceed as any other charges would.

11.4.4. Appointment of Hearing Panel. Once a Board Member has been charged, the members of the Board shall appoint three Members in Good Standing (and not on the Board of Directors) to hear the charges against the Board Member (the "Hearing Panel"). The Hearing Panel shall be appointed within twenty-one (21) days after the

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receipt of the charges by the Recording Secretary. Unless called as a witness by either side, the sitting Board Members shall have no further involvement in the resolution of the matter, except that the Board Member charged shall participate as the respondent, and the person(s) bringing the charges shall participate as the Complainant(s).

11.4.5. Time for Response. The Board Member(s) being charged shall have twenty-one (21) days following the appointment of the Hearing Panel to file a written response to same with the Hearing Panel by sending a paper response via certified mail, or electronic response to the Hearing Panel. The response may include documentary evidence, as well as affidavits of witnesses to the events complained of.

11.4.6. Duties and Procedures of the Hearing Panel. The Hearing Panel shall review the charges and the response thereto and make an initial determination whether or not the allegations contained in the charges, together with any response thereto, merit a hearing on this issue of whether or not violations have taken place, duties have not been performed, and/or misconduct has been committed. If there exist any questions of fact regarding the events as determined by a majority vote of the Hearing Panel, which, if proven to be true, would constitute violations of the UKC rules and regulations, and/or misconduct prejudicial to the best interests of the Club or the breed, the Hearing Panel must hold a formal hearing within thirty (30) days at a time and place as convenient as possible to the complainant(s), the respondent(s), and a majority of the Hearing Panel. If there is no agreement on a location after two (2) votes, the hearing shall be held in Kalamazoo, Michigan. The initial vote to determine whether or not to hold a hearing, and the participation in the hearing by some of the members of the Hearing Panel, may be by telephone or video conference call. Both sides may be represented by counsel at their sole expense. Both sides may call witnesses and present evidence. The Hearing Panel shall render a written decision within fourteen (14) days following the conclusion of the hearing. The decision shall be reached by a majority vote of the Hearing Panel. If a majority of the Hearing Panel votes that no violation has occurred and/or no misconduct has been committed, a notice that "there is no cause for action" shall be sent to both parties and thereafter the records of such proceeding shall be destroyed. Until such time as a decision of the Hearing Panel has been rendered following a formal hearing, all proceedings of the Hearing Panel regarding this matter shall be confidential so as not to expose the Board or the Hearing Panel to charges of slander and/or libel in disseminating accusations which may later prove to be false. The only information which is considered public information and capable of being distributed for the information of the Club in general is the final decision of the Hearing Panel following a formal hearing.

11.4.7. Penalties. The Hearing Panel may impose such penalties consistent with the nature of the offense which has been proven before it. Penalties may include both suspension from the UBSDA for periods ranging from one month to one year, and expulsion from the UBSDA for periods ranging from one year to life, but the Hearing Panel shall not be limited to choosing between suspension and expulsion. In the event that the Hearing Panel decides on a penalty of Expulsion for Life, this penalty must be confirmed by a majority written ballot of Members in Good Standing at the next Annual Membership Meeting. If the Expulsion for Life is not sustained at the Annual Membership Meeting, the penalty shall become Expulsion for One Year. Any expelled member shall be immediately removed from office and barred from serving in office again.

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11.5. Communicating Complaints to the Board. All communications from the membership in the form of complaints (other than as specified above) shall be in writing and mailed to the Recording Secretary via US Mail. The use of e-mail for membership communication that is in the nature of a complaint is specifically prohibited. No member may impose any deadlines for response on the Board other than as specified herein.

12. Amendments.

12.1. Amendments related only to misspellings and grammatical errors may be approved by the UBSDA Board and will not require a membership vote. Wording and contextual changes, additions, and removals must be approved the majority of the membership via vote per Sections 12.2 through 12.4.

12.2. How Initiated. Amendments to the Constitution and Bylaws and to the Standard of the Breed may be proposed by the Board of Directors or by written petition addressed to the Recording Secretary and signed by twenty (20) percent of the Members in Good Standing. Amendments proposed by such petition shall be promptly considered by the Board of Directors and must be submitted with the Board of Director's' recommendations to the membership for a vote within three (3) months of the receipt of the petition by the Recording Secretary. Under no circumstances shall any poll of the membership be considered as a vote. All votes on Constitutional and Breed Standard changes must be submitted to the membership for a formal vote.

12.3. Voting. Each Member in Good Standing shall receive a ballot per Section 7 from the Corresponding Secretary on which to indicate a choice for or against the action to be taken. The notice shall plainly state that the member must respond to the ballot not less than thirty (30) days from the date of the notice of vote. The votes of valid ballots required are as follows:

12.3.1. For all Constitution and Bylaws amendments, a two-thirds (2/3) favorable vote of valid ballots.

12.3.2. For changes, alterations, or modifications of the UKC Breed Standard for the Belgian Shepherd Dog proposed by the Board of Directors which directly reflect FCI changes, a majority favorable vote of valid ballots. Any language conversion controversy shall be adjudicated by the FCI and the UBSDA jointly.

12.3.3. For other changes or modifications to the UKC Breed Standard for the Belgian Shepherd Dog, a two-thirds (2/3) favorable vote of valid ballots.

12.4. UKC Approval. No amendment to the Constitution and Bylaws that is adopted by the UBSDA shall become effective until it has been approved by the UKC.

13. Breed Standard. The official Breed Standard has been based on the FCI (Federation Cynologique Internationale) Standard of the Breed. The UBSDA will offer judge's education on the Belgian Shepherd Dog so that judges have a working knowledge of the correct type, structure, and character of our breed. The official breed standard for the Belgian Shepherd Dog shall be prepared by the UKC, working in conjunction with a committee appointed for that purpose by the UBSDA. The UKC and the UBSDA may propose amendments to the standard at any time, provided that Section 12 provisions are followed. The UKC holds the copyright to the Belgian Shepherd Dog breed standard.

14. Publications.

14.1. UBSDA Official Publication. The UBSDA may create and/or circulate any informative publication to its membership. Such publication shall be established and approved by a majority of the Board of Directors. The Belgian Beacon is hereby established as such a publication, and the Beacon shall be published at least quarterly, as specified by the Board of

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Directors, and shall be the official media for the publication of UBSDA business. If the Beacon cannot be published for whatever reason, the Board shall see that a newsletter is published in its place containing all necessary official notifications.

14.2. UKC Official Publication. The official publication of the UKC shall be the official news media of the UBSDA for official requirements or notices as deemed necessary by the UKC. This includes but is not limited to UKC rules pertaining to judges, dog shows, and the Breed Standard.

15. Local Clubs. Local Clubs seeking affiliation with the UBSDA must send a copy of their Constitution and Bylaws to the UBSDA Recording Secretary along with a complete list of their Officers and current members. Local Clubs shall be admitted to the UBSDA upon approval of their Constitution and Bylaws by the majority vote of the Board of Directors.

16. Dissolution. The UBSDA may be dissolved at any time by the written consent of not less than two-thirds (2/3) of the Members in Good Standing. In the event of the dissolution of the UBSDA, whether voluntary or involuntary or by operation of law, other than for purposes of reorganization, none of the property of the UBSDA nor any proceeds thereof nor any assets of the UBSDA shall be distributed to any members of the UBSDA, but after payment of the debts of the UBSDA, its property and assets shall be given to a charitable organization benefiting dogs, which shall be selected by the UKC.

17. Certification.

17.1. Original Certification. I hereby certify that the foregoing Constitution and Bylaws, consisting of fourteen (14) pages, including this page, constitute the Bylaws of the United Belgian Shepherd Dog Association, Inc., adopted by its Board of Directors as of August 21, 1992.

/ss/ Sarah Sawyer, President

/ss/ Susan Morlan, Secretary

The following signed the "Affidavit of Acceptance of Appointment as Initial Director of UBSDA, Inc.":

JoAnne LaFear (signed 7/22/1992), Susan Morlan (signed 8/21/1992), Patricia A. Perkins (6/30/1992), Joe M. Salmons (signed 6/25/1992), Sarah Sawyer (signed 7/2/1992), Joanne Thielen (signed 6/26/1992)

The original Certificate of Incorporation is dated October 21, 1992.

17.2. Amendments. The Constitution and Bylaws of the United Belgian Shepherd Dog Association have been amended, replacing them in full, on the below dates. Amendments listed below have been approved by the UBSDA Board of Directors, by UKC and by the membership, per the requirements within.

- December 5, 2024
- April 1, 2025