

NATIONAL SHORTYBULL CLUB OF AMERICA, INC. CONSTITUTION

ARTICLE 1: Name and Objectives Section 1. The name of the Club shall be the “National Shortybull Club of America, Inc.”

Section 2. The objectives of the Club shall be to: (a) to encourage and promote quality in the breeding of the purebred Shortybull and to do all possible to bring their natural qualities to perfection; (b) to encourage the organization of independent Shortybull breeders in those areas where there are sufficient fanciers of the breed to meet the requirements of the Bull Breed Coalition; (c) to urge members to accept the standard of the breed as approved by the Bull Breed Coalition as the only standard of excellence by which the Shortybull shall be judged; (d) to do all in its power to protect and advance the interests of the Breed and to encourage sportsmanlike competition at dog shows, obedience trials, rally events, agility events, and such other events as may be sanctioned by the Bull Breed Coalition, under the rules of the Bull Breed Coalition, or official partnered registries; (e) to conduct such dog related events as it deems necessary including but not limited to: sanctioned matches and specialty shows, obedience trials, rally events, agility events, and such other events as may be sanctioned by the Bull Breed Coalition, under the rules of the Bull Breed Coalition, or official partnered registry.

Section 3. The Club shall not be conducted or operated for profit and no part of any profits or remainder or residue from dues or donations to the Club shall inure to the benefit of any member or individual.

Section 4. The members of the Club shall adopt and may from time to time revise such Bylaws as may be required to carry out these objectives.

BYLAWS

ARTICLE 1: Membership Section 1. Eligibility Membership shall be open to all persons eighteen years or age and older who are in good standing with the Bull Breed Coalition and who subscribe to the objectives and purposes of this club. There shall be four types of membership: Regular, Standing, Junior and Lifetime.

Section 2. Classifications of Membership a. REGULAR • US residents, 18 years of age and older • Options: Single (one vote); Household (two individuals residing in same household/two votes)

- Full voting privileges – counted in quorum • Entitled to all club benefits • NOTE: Non-US Residents, as of the effective date these Bylaws, those Voting Non-US Residents, who remain currently renewed members, will retain all privileges of Regular members of voting on club business, with the exception of voting related to the breed standard.

b. Standing • US residents, 18 years of age and older • All non-US residents 18 years of age and older • Options: Single; Household (two individuals residing in the same household) • Non-voting membership ~ not counted in quorum • Eligible for all NSBCOA Awards, committees service • Ineligible to hold office or chair committees • May choose to change to REGULAR membership at any renewal period. Provided all eligibility requirements are met.

c. JUNIOR • Open to all individuals under 18 years of age • Options: Single membership only • Non-voting membership – not counted in quorum • Ineligible to hold office or chair committees • During the renewal period following their 18th birthday, may choose either Associate or Regular membership

d. LIFETIME • Founding 50- May be awarded, by a 2/3 vote of the Board of Directors, to individuals from among the membership who have made significant contributions to the National ShortyBull Club

and the Shortybull as a breed. • Members shall not pay membership dues • Members shall have all rights and privileges of Regular members.

Section 3. Dues. Membership dues and postage surcharges shall be set by the Board of Directors. Dues shall not exceed \$300 per year and shall be payable in US funds annually on or before the 30th day of April. A dues notice shall be sent to each member after February 1. If an applicant is accepted into the Club in the last quarter of the calendar year, dues shall be considered paid through the following calendar year.

Section 4. Sponsorship of New Members. In order to sponsor a new member of the NSBCOA, one must be a member of the Club and in good standing with the BULL BREED COALITION.

Section 5. Termination of Membership. Membership may be terminated: (a) by resignation. Any member in good standing may resign from the Club upon written notice to the Secretary, but no member may resign when in debt to the Club. All unpaid obligations are considered a debt to the Club. (b) by lapsing. A member will be considered as lapsed and automatically terminated if such member's dues remain unpaid at the end of the grace period of 60 days after the after the 31st day of December. Use of the grace period will entail a late fee of no more than \$25.00, to be determined by the Board of Directors, which must be included with the renewal. In no case may a person be entitled to vote at any club meeting unless that person is an eligible voter as defined in ARTICLE IV Section 3 (a). (c) by expulsion. A member may be terminated by expulsion as provided in ARTICLE VI of Bylaws. Section 6. Electronic Communication. Applicants and renewing members may authorize and approve to accept electronic mail (email) notification of Club business. The Club is released

from any liability should the notification be received late or not received by the member or Board Members due to circumstances beyond the Club's control.

Article II Meetings and Voting

Section 1. Annual Meeting. The Annual Meeting of the Club shall be held in conjunction with the Club's Annual National Event at a place, date and hour designated by the Board of Directors.

Notification of the Annual Meeting shall be mailed (U.S. Postal Service or emailed) by the Secretary, or an individual designated by the Board, to each member at least 30 days prior to the date of the meeting. The quorum for the Annual Meeting shall be 10% of the eligible voting members of the Club.

Section 2. Special Club Meetings. Special Club meetings may be called as follows: (a) by the President

(b) by a majority vote of the members of the Board who are present at a meeting of the Board or who vote by mail or email (c) by the membership upon receipt by the Secretary of a petition requesting such meeting and signed by 10% of the eligible voting members of the Club. Such meeting shall be held at such place, date, and hour as may be designated by the Board of Directors. Notification of such a meeting shall be mailed or emailed by the Secretary or an individual designated by the Board, at least 14 days and not more than 30 days prior to the meeting. The notice of the meeting shall state the purpose of the meeting and no other Club business may be transacted. The quorum for such a meeting shall be 10% of the eligible voting members of the Club.

Section 3. Board Meetings. The annual meeting of the Board of Directors shall be held at a place, date, and hour designated by the Board of Directors, and preceding the Annual Meeting of the

Club. Other meetings of the Board of Directors shall be held at such times and places as are designated by a majority vote of the entire Board. Notice of each such meeting shall be mailed or emailed by the Secretary to each member of the Board of Directors at least 14 days prior to the date of the meeting. The quorum for a Board meeting shall be a majority of the Board of Directors. Attendance by proxy shall not be allowed.

Section 4. The Board of Directors may conduct its business by email, or in accordance Kansas State Statues. When conducting its business by mail, the Board shall apply the same standards for voting as it does when meeting in person. A quorum when conducting business by mail, or in accordance with Kansas State Statue, shall be a majority of the Board.

ARTICLE III: Directors and Officers Section 1. Board of Directors. The Board of Directors shall be comprised of five club officers, no more than nine other persons; hereafter referred to as 'Directors at Large', and the BBC Delegate. All Board members must be Regular members of the club whose length of membership is more than one (1) year, and who are residents of the United States. The general management of the business, concerns and property of the Club shall be vested in the Board of Directors. Section 2. Officers. The Club's Officers shall consist of the President, Vice President, Secretary, Corresponding Secretary and Treasurer. They shall serve in their respective capacities both with regard to the Club and its meetings and the Board and its meetings. They shall not chair committees, except when directed by a 2/3 vote of the Board to do so. During their terms of office the officers shall constitute an Executive Committee. The Executive Committee shall serve as an advisory board to the President. (a) The President shall be the chief executive officer of the Club. The President shall oversee the administration of the business of the

Club and shall see that all orders and resolutions of the Board of Directors are carried into effect. The President shall preside at all meetings of the Club and of the Board, and shall have the duties and powers

normally appurtenant to the office of President in addition to those particularly specified in these Bylaws. (b) The Vice President shall have the duties and exercise the powers of the President in case of the President's death, absence, or incapacity. (c) The Secretary shall take minutes at all meetings, including any meetings considered in Executive Session, furnish meeting notices of the Board, manage all motions and votes, and document all matters of which a record shall be ordered by the Club; and carry out such to his/her duties as are prescribed in these Bylaws or by the Board. The Secretary shall work in close association with the Corresponding Secretary and the Membership Chairman. (d) The Corresponding Secretary shall have charge of the Club's correspondence and shall maintain files of all correspondence. The Corresponding Secretary shall carry out such other duties as may be prescribed in these Bylaws or by the Board. (e) The Treasurer shall collect and receive all funds due or belonging to the Club. The Treasurer shall deposit the same in a bank/account approved by the Board in the name of the Club. The books shall at all times be open to inspection of the Board and the Treasurer shall report to them at every meeting the condition of the Club's finances and every item of receipt or payment not before reported. At the Annual Membership Meeting and Annual Board Meeting the Treasurer shall render an account of all funds received and expended during the previous Official Club Year, and shall make such other financial reports as may be required by the Board. The Treasurer shall see that the Club's nonprofit status is maintained, keep all required data current, file timely reports with the Internal Revenue Service and handle other matters relating to the Club's fiscal responsibility. The Treasurer shall be bonded in such an amount as the Board of Directors shall determine. The Treasurer

shall work closely with All Committee Chairman particularly with regard to the processing of dues payments, maintenance of accurate membership rolls, and general accounting of all events pertaining to club business.

Section 3. BBC Delegate. The Delegate to the BULL BREED COALITION shall be elected as provided in ARTICLE IV and shall serve until a successor is chosen under the provisions of these Bylaws (Section 6 following) and seated by the BBC. The Delegate shall represent the Shortybull breed and the National ShortyBull Club of America, Inc., serving as the Club's primary contact with the BBC. The Delegate shall be a voting member of the NSBCOA Board of Directors, reporting to the NSBCOA Board, Standing Committees and the membership of the NSBCOA on matters directed by virtue of the position.

Section 4. Responsibilities of Service. The Officers, Directors at Large, and BBC Delegate are expected to attend the Annual Membership Meeting, attend the Annual Board Meeting, respond to official correspondence within the specified time and perform the duties assigned to their position. Should an Officer, Director at Large, or BBC Delegate not carry out or be able to carry out their responsibilities as defined in this article, without acceptable reason, such position shall be considered to be non-functioning. In such an event, the Board may, by a 2/3 vote, remove the individual and declare the position vacant. Vacancies shall be filled in the manner prescribed in ARTICLE III Section 5.

Section 5. Vacancies. In the event of death, resignation, change of legal residence outside the United States, or removal by the Board under the provisions of ARTICLE III Section 4, any vacancies occurring on the Board or among the Offices shall be filled for the unexpired term of office by the majority vote of the Board, except

that a vacancy in the Office of President shall be automatically filled by the Vice President. The resulting vacancy in the Office of Vice President shall be filled by a majority vote of the Board. Section 6. Terms of Office, Term Limits Officers and Directors at Large and the BBC Delegate shall be elected for two-year terms and members of the Nominating Committee shall be elected for one-year terms. (The election schedule is: even years for Vice President, Recording Secretary, Treasurer, and four Directors at large; odd years for President, Corresponding Secretary, BBC Delegate, and five Directors at large.) b. Officers and Directors at Large shall serve until their successors take office. Within 30 days following the Annual Election Results and Reporting each outgoing Officer shall turn over to his/her successor all information and materials belonging to that office and help to facilitate a smooth transition of authority. All remaining Club property and records in the possession of outgoing Officers and Directors at Large shall be turned over to the Board of Directors by the beginning of the Official Club year. Newly elected Officers and Directors at Large shall take office at the beginning of the Official Club year following their election. c. No person can serve on the Board of Directors for more than five consecutive terms. A person having served a total of five consecutive terms shall be ineligible for re-election to the Board of Directors for a period of two years. There shall be no term limitations on the position of BBC Delegate.

ARTICLE IV: Club Year, Voting, Nominating Elections. Section 1. The Club's fiscal year shall begin on the Last day of April and end on the 31st day of March.

Section 2. The Club's official year shall begin on the first day of May and end on the 30th day of April.

Section 3. Voting. Voting at the Annual Membership Meeting and Special Membership Meetings shall be limited to eligible voters who are present at the meeting(s). Voting on all Board of Directors' business shall be limited to Officers and Directors at Large who are eligible voters. Voting for the election of the Board of Directors, the BBC Delegate, and Nominating Committee; amendments to the Bylaws; changes to the Standard for the Shortybull; and such other matters of interest to the general membership as may be referred to them by the Board of Directors, shall be decided by the written ballot of eligible voters cast by mail or by means of electronic voting, as long as the electronic means ensure confidentiality, privacy, provide for paper or written alternatives, and afford the ability for complete audit of such voting. (a) An eligible voter is defined as any Regular member as provided in ARTICLE I, whose payment of dues is current, and who is in good standing according to the Club's records, as of the 1st of the month that precedes the month in which the meeting or voting takes place. (b) All ballots cast by the members for the election of the Board of Directors, the BBC Delegate, and the Nominating Committee shall be secret with provisions for accountability and procedures as established by the Board of Directors. All ballots for other required matters and specific questions as directed by the Board of Directors may be submitted to the members in the form of an open ballot sent either by the Secretary, or through the official Club newsletter, or future publication, ShortyBull Gazette.

Section 4. Nominations (a) The Nominating Committee shall be elected by the general membership and consist of one member from each geographic region defined by the BBC Board of Directors and one nonvoting advisory member appointed by the BBC Board of Directors. The Advisor is not eligible for a position on the slate of Nominees for Officers or Directors (the advisor may be nominated

by petition in accordance with subsection b of this Section). Individuals receiving the second highest vote in each geographic region will be named alternates (b) The membership shall be directed to submit, for the Board of Directors' consideration, recommendations of candidates to serve on the Nominating Committee. These recommendations are to be directed, in writing, to the Secretary on or before January 1st of each year. Candidates for the Nominating Committee shall be selected from the eligible Regular members of the Club who are active participants in local Clubs and national activities. No candidate for the Nominating Committee may be a current member of the Board of Directors or a member of the household of a current member of the Board of Directors. The Board of Directors shall evaluate the recommendations along with any additional recommendations and select, by written ballot, at least two, but not more than four, candidates from each geographical region to appear on the ballot for the following year's Nominating Committee. If no more than four nominees appear on the recommendation for any region, the Board shall pass all names submitted to it for membership vote, unless it is determined that a nominee does not meet the requirements as stated in Section 4. (b), above. (c) Prior to publishing any names of individuals agreeing to serve on the Nominating Committee, the Board Secretary shall provide the nominees with a list of all nominees received for their respective regions and obtain in writing the Nominee's agreement to be listed on any ballot. A ten (10) day waiting period for receiving approval from the nominee(s) must be adhered to prior to printing or distributing ballots, whether written or electronic. If during this waiting period no feedback is received from the nominee, it shall be deemed that the nominee has accepted the nomination as previously submitted. The anticipated timeline for this approval process is July 1 through July 10. (d) The Nominating Committee shall conduct its business within the budget specified by the Board of Directors. (e) The Nominating Committee

shall name from among the eligible Regular members of the Club, a candidate for each position on the Board of Directors where the incumbent's term of office is expiring. The Committee shall procure the acceptance of each nominee so chosen. Nominees for President and Vice President, must have served at least one term on the Board of Directors. All candidates for election to the Board of Directors must be members in good standing and nominated in accordance with these Bylaws. No person can be nominated for more than one Board of Directors position. The BBC Delegate must be a NSBCOA member in good standing for a minimum of three years. (f) The Nominating Committee shall submit its slate of candidates to the Secretary by January 1st. The Secretary shall, on or before January 15th, send a list of candidates for the Board of Directors and for the Nominating Committee to the membership of the Club.

(g) Additional nominations of eligible members may be made, for the Board of Directors or the Nominating Committee, by written petition addressed to the Secretary on or before January 1st. This petition must be signed by twenty members of the Club and accompanied by written acceptance of the nominee signifying a willingness to be a candidate. (h) No person can be a candidate for the Nominating Committee and the Officers and Directors at the same time.

Section 5. Election. Should no valid additional nominations be received by the Secretary by January 1st, the Nominating Committee's slate shall be declared elected. (a) Should additional nominations be received and validated by January 1st, a written or electronic ballot will be required as provided in ARTICLE IV Section 3. All ballots listing the names of all candidates by position and in alphabetical order shall be sent via US Postal Service on or before April 1st. The official ballot must be received by the independent auditor named by the Board of Directors or completed electronically by April 1st to be valid. (b)

An independent auditor shall be named by the Board of Directors to receive, validate and tabulate the ballots. The results shall be forwarded to the Secretary and Corresponding Secretary no later than April 1st. (c) The person receiving the highest number of votes for each position shall be declared elected. The Corresponding Secretary, or other designated Officer, shall send the results of the voting to each nominee and shall notify the membership of the results no later than April 15th. The results shall be published in the breed newsletter, and the next available issue of THE Shortybull Gazette. All results are to be posted on the NSBCOA, and BBC Web site.

ARTICLE V: Committees and Resident Agent Section 1. The Board may create Standing Committees to advance the work of the Club in such matters as dog shows, obedience trials; trophies, annual prizes, and such other matters as may be deemed appropriate by the Board. Such committees shall always be subject to the final authority of the Board. Special ad hoc committees may also be created by the Board to aid it on particular projects. The President shall have the right, subject to confirmation by the Board, to appoint the chair of such standing and ad hoc committees.

Section 2. Any committee appointment may be terminated by a majority vote of the full membership of the Board upon written notice to the appointee, and the President, subject to Board confirmation, may appoint successors to those persons whose service has been terminated. Section 3. The Resident Agent shall be appointed by the Board and shall serve at the discretion of the Board. The Resident Agent must be a resident of Kansas, the state in which the Club is incorporated. He/She shall represent the Club in that state, keep the corporate status current and inform the Board, via the President and the Secretary, of any legal matters directed to

the club. The Resident Agent may serve concurrently as either Officer or Director at Large.

ARTICLE VI: Discipline Section 1. Bull Breed Coalition Suspension. Any member who is suspended from the privileges of the Bull Breed Coalition automatically shall be suspended from the privileges of this Club for a like period.

Section 2. Charges. Any member may prefer charges against a member for alleged misconduct prejudicial to the best interests of the Club or the breed. Written charges with specifications must be filed in duplicate with the Secretary together with a deposit of \$50, which shall be forfeited if following a hearing, such charges are not sustained. The Secretary shall promptly send a copy of the charges to each member of the Board or present them at the next meeting of the Board provided such meeting is scheduled to be held within 30 days following the receipt of charges by the Secretary. The Board shall first consider whether the actions alleged in the charges, if proven, might constitute prejudicial conduct to the best interest of the Club or the breed. If the Board considers that the charges do not allege conduct, which would be prejudicial to the best interest of the Club or the breed, it may refuse to consider the matter further. If the Board votes to consider the matter further, it shall fix a date of a hearing by the Board or a committee of not less than three members of the Board, not less than three or more than eight weeks thereafter. The Secretary shall promptly thereafter send one copy of the charges to the accused member by registered mail together with a notice of the hearing and an assurance that the accused may personally appear in his/her own defense and bring witnesses if he/she wishes.

Section 3. Board Hearing. The Board or Committee shall have complete authority to decide whether the complainant and the

accused may be represented by counsel at the hearing. However, both parties shall be treated uniformly in this regard. Should the charges be sustained after hearing all the evidence and testimony presented by the complainant and accused, the Board or Committee may, by a majority vote of those present, suspend the accused from formal privileges of the Club for not more than six months from the date of the hearing, or until the next Annual Meeting, if that will occur within six months. If the Board or Committee deems that punishment insufficient, it may also recommend to the membership that at the next Annual Meeting, the membership considers the penalty of expulsion. In such case, the suspension shall not restrict the accused's right to appear before his fellow members at that meeting. Immediately after the Board or Committee has reached a decision, its findings shall be put in written form and filed with the Secretary. The Secretary, in turn, shall notify each of the parties of the decision and penalty, if any.

Section 4. Expulsion. Expulsion of a member from the Club may be accomplished only at the Annual Meeting of the Club following a hearing and upon the recommendation of the Board or Committee as provided in Section 3 of this Article. The accused shall have the privilege of appearing in his/her own behalf though no evidence shall be taken at this meeting. The President shall read the charges, the findings and recommendations, and shall invite the accused, if present, to speak in his/her own behalf. The membership shall then vote by secret written ballot on the proposed expulsion. A 2/3 vote of those present and voting at the Annual Meeting, if a quorum is present, shall be necessary for expulsion. If expulsion is not so voted, the suspension shall stand.

ARTICLE VII: Amendments Section 1. Amendments to the Constitution and Bylaws and to the standard for the breed may be

proposed by the Board of Directors or by written petition addressed to the Secretary, signed by twenty (20) percent of the membership in good standing. Amendments proposed by such petition shall be promptly considered by the Board of Directors and must be submitted to the members with recommendations of the Board by the Secretary for a vote within 90 days of the date when the petition was received by the Secretary.

Section 2. The Constitution, Bylaws and the standard for the breed may be amended provided a copy of the proposed amendments has been mailed by the Secretary to each member accompanied by a ballot on which members may indicate their choice for or against the action to be taken. The notice shall specify a date not less than 30 days after the date of mailing by which ballots must be returned. Any amendment under this Section must pass a general membership vote by a 2/3 majority of those voting. Section 3. No amendments to the Constitution and Bylaws (or to the standard for the breed) that are adopted by the Club shall become effective until they have been approved by the Board of Directors of the Bull Breed Coalition.

ARTICLE VIII: Dissolution Section 1. The Club may be dissolved at any time by written consent of not less than 2/3 of the members. In the event of the dissolution of the Club, whether voluntary or involuntary, or by the operation of law, except when such dissolution is for the purpose of reorganization, none of the property of the Club shall be distributed to any members of the Club. After payments of the debts of the Club its property and assets shall be given to a charitable organization for the benefit of dogs selected by the Board of Directors.

ARTICLE IX: Order of Business Section 1. At meetings of the Club, the order of business as far as the character and nature of the meeting may permit, shall be as follows Roll

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| Call Directors meeting of the Secretary Treasurer Committees Members Business | Introduction of new Officers and Minutes of last Report of the President Report of the Reports of Election of New Unfinished Business Adjournment | Report New |
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Section 2. At meetings of the Board, the order of business, unless otherwise directed by a majority vote of those present, shall be as follows:

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| meeting of the Secretary | Reading of minutes of last Report of the President Report of the Treasurer | Report |
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| Reports of Committees Business Members | Unfinished Election of New New Business | Adjournment |
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ARTICLE X: Parliamentary Authority Section 1. The Parliamentary authority of the Club and of the Board of Directors shall be the current edition of “Robert’s Rules of Order” in all cases to which they are applicable and in which they are not inconsistent with these with these Bylaws.

EMAIL NOTIFICATION FOR BOARD MEETINGS AND GENERAL CLUB MEETINGS AND OTHER CLUB NOTICES

Unless the laws of your state prohibit the use of email in general or for specific purposes, please be advised of the following information.

Clubs may send members notification of club meetings (also included would be dues notices; minutes and newsletters) and board members notification of board meetings via email, provided that:

The member or board member has signed an authorization agreeing to this method of communication. Such authorization, which is revocable, will also release the club from any liability should the notification be received late or not received by the member or board member due to circumstances beyond the club's control.

Clubs adopting this method of communication must send us a copy of the minutes of the meeting and at some future time make the appropriate bylaw amendments to the applicable sections as soon as it is practical.

PLEASE NOTE: This e-mail message and its attachments may contain confidential and proprietary information and is intended only for the use of the individual or entity named above. If the reader of this message is not the intended recipient, you are hereby notified that any dissemination, distribution or copying of this communication is strictly prohibited and that privilege has not been waived. If you have received this e-mail in error, please inform the sender and delete all copies from your system. Thank you!