

**BY-LAWS  
OF THE  
TEACUP DOGS AGILITY ASSOCIATION**

**ARTICLE I  
NAME AND PURPOSE**

**Section 1.** The name of the organization shall be the Teacup Dogs Agility Association (hereafter referred to as “TDAA” or “the Association”).

**Section 2.** The Association was formed for the following purposes:

- (a) Provide and encourage competitive dog agility for dogs of small stature through a titling program
- (b) To promote an opportunity for dog training and agility competition by encouraging sportsmanlike competition, training programs, and public demonstrations.
- (c) To encourage and promote the participation of dogs of small stature and their owners without regard to pedigree.
- (d) To disseminate knowledge regarding dog training and humane treatment of dogs.
- (e) To encourage and conduct the training of agility judges in accordance with TDAA standards.

**Section 3.** The Association 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 Association shall adopt and may from time to time revise such bylaws as may be required to carry out these objectives.

**ARTICLE II  
MEMBERSHIP YEAR, FISCAL YEAR**

**SECTION 1. Membership Year.** The Association’s Membership Year shall be from February 1 to January 31.

**SECTION 2: Fiscal Year.** The Association’s Fiscal Year shall be from January 1 to December 31.

## **ARTICLE III MEMBERSHIP**

**SECTION 1. Eligibility.** Membership is open to all persons eighteen years of age and older who subscribe to the purposes of the Association.

- (a) Membership is unrestricted as to residence.
- (b) No one may participate in TDAA meetings unless a member of the Association in good standing.

**SECTION 2. Dues.** At the time of incorporation, membership dues are \$25.00 for per Membership Year, payable on or before the first day of February each year. No member may vote whose dues are not paid for the current year. By December 31 of each year, the Treasurer shall send to each member a statement of dues for the ensuing Membership Year.

- (a) By a majority vote of the Board of Directors, the amount of the dues may be increased. Dues may not be increased more frequently than once every three years.
- (b) By a majority vote of the Board of Directors, the membership fees maybe waived for any given membership year for members currently in good standing.

**SECTION 3. Application for Membership.** Each applicant for membership must apply on a properly completed form approved by the Board of Directors which provides that the applicant agrees to abide by the Bylaws and the rules of the TDAA. Dues for the current Membership Year must accompany the application.

**SECTION 4. Termination of Membership.** Memberships may be terminated:

- (a) By resignation. Any member may resign from the Association upon written notice to the Secretary.
- (b) By lapsing. A membership will be considered as lapsed and automatically terminated if such member's dues remain unpaid fourteen (14) days after the first day of the Membership Year; however, the Board of Directors may grant an additional thirty (30) days of grace to such delinquent members upon the written request of the member.
- (c) By expulsion. A membership may be terminated by expulsion as provided in these By-Laws.

**SECTION 5. Reinstatement to Membership.**

- (a) Members whose membership lapsed due to non-payment will be reinstated when the current years' membership dues are received by the secretary.
- (b) Members who have been expelled may not seek reinstatement.



**ARTICLE IV**  
**MEETINGS, MEANS OF PARTICIPATION AND VOTING**

**SECTION 1. Annual Meetings.** An annual meeting of the Association shall be held in conjunction with the Petit Prix (TDAA Nationals) Agility Trial at such hour and place as may be designated by the Board of Directors.

(a) Written notice of the annual meeting shall be mailed by the Secretary at least thirty (30) business days prior to the date of the meeting. The notice of the annual meeting shall state the purpose of the meeting and include a meeting agenda, copies of proposed amendments, ballots for open Board of Director positions and proposed amendments to the Constitution and Bylaws, and any other issues deemed appropriate by the Board.

(b) A quorum of Members and Directors must be present at the annual meeting. Accommodations shall be made to allow members and directors to attend the meeting electronically. However, electronic polling will not be allowed at the annual meeting.

(c) The Secretary shall provide members minutes and results of the annual meetings or special meeting within ten (10) business days. Meeting minutes shall be posted to the TDAA members' website. Minutes shall not be mailed to members.

**SECTION 2. Special Meetings.** Special meetings may be called by the Director or by a majority vote of the members of the Board of Directors. A special meeting must be called by the Secretary upon receipt of a petition signed by no fewer than thirty percent (30%) of members of the Association who are in good standing. Such special meetings shall be held at such hour and place as determined by the Board of Directors.

(a) Written notice of special meetings shall be mailed to all members in good standing by the Secretary at least thirty business days prior to the date of the meeting. The notice of the special meeting shall state the purpose of the meeting and include brief statements of position by the petitioning members and the Board of Directors relating to the purpose of the meeting, if necessary or applicable. No other Association business may be transacted at the meeting.

(b) A quorum of 15% of association members is required at Special meetings. Special Association meetings must allow for members and members of the Board to participate electronically. Members participating electronically shall be counted in the quorum total if they are present at the time of roll call.

(c) The Secretary shall provide minutes and results of the special meeting within ten (10) business days. Meeting minutes shall be posted to the TDAA members' website. Minutes shall not be mailed to members.

**SECTION 3. Board of Directors Meetings.** Meetings of the Board of Directors shall be held at least on a semi-annual basis within the membership year, with one of the meetings held at the Petit Prix each year at such hour and place as may be designated by the Board of Directors. A quorum of Board members is required.

(a) Written notice of each such meeting shall be mailed by the Secretary at least thirty business days prior to the date of the meeting.

(b) Meetings of the Board of Directors must allow members of the Board to participate electronically. Members participating electronically shall be counted in the quorum total if they are present at the time of roll call.

(c) The Secretary shall provide minutes and results of the meeting within ten (10) business days. Meeting minutes shall be posted to the TDAA members' website. Minutes shall not be mailed to members.

**SECTION 4. Special Board of Directors Meetings.** Special meetings may be called by the Director or upon receipt of written request by at least three members of the Board. Such special meetings shall be held at such hour and place as determined by the Board of Directors.

(a) Written notice of special meetings shall be mailed to all board members by the Secretary at least thirty business days prior to the date of the meeting. The notice of the special meeting shall state the purpose of the meeting and no other business may be shall be transacted thereat.

(b) A quorum of 15% of Board members is required at Special meetings. Special Board meetings must allow members of the Board to participate electronically. Members participating electronically shall be counted in the quorum total if they are present at the time of roll call.

(c) No director need be present in person to participate.

(d) Board Members in good standing may assign their voting rights by proxy to any board member in good standing for special meetings only. A proxy form shall be included with all notifications of special meetings. The properly completed proxy form must be received by the Secretary by the midnight hour of the day prior to the posted date of the meeting.

(e) The Secretary shall provide minutes and results of special meeting within ten (10) business days. Meeting minutes shall be posted to the TDAA members' website. Minutes shall not be mailed to members.

**SECTION 6. Voting.** Only members in good standing may vote. Each individual member shall be entitled to one vote when participating in any meeting of the Association. The TDAA will not offer family memberships. The following voting protocol will be observed for all votes requiring full membership participation.

(a) **Ballots.** A paper ballot will be prepared containing all issues currently before the general membership. The ballot will be sent to each TDAA member in good standing.

The ballot may be prepared by the secretary or by any individual designated by the board of directors.

(b) **Duration of Vote.** TDAA members receiving a paper ballot will have three weeks from the postmark on the envelope to return the ballot voting official. The voting official will tally the ballots and report the results.

(c) **Identification of Voters.** Each paper ballot will be marked with an identification number (not the membership number) for recordkeeping only. No other identification will be on the paper ballots.

(d) **Emailing Vote.** If the member so wishes, they may use the identification number within the text of an email to email their vote to the voting official. Members using email to vote agree that they will be releasing identifying information by using this method. Information gathered by the voting official in the process of accepting email ballots shall be kept confidential.

(e) **Email Vote Format.** A format will be provided for those choosing to email their ballots. This format must be used, or the corresponding votes will not be counted. Voting formats will be included with the mailed ballot and may be made available on the TDAA website.

(f) **Multiple Votes from One Household.** Families with more than one voting member will vote on a separate ballot and those ballots must be sent through the mail or emailed separately.

(g) **Tallying Vote.** At the end of the voting period, the paper ballots and printed emails will be sent to the secretary (if the secretary was not also the voting official) to keep for a period of not more than three months. Email addresses will be removed from the ballots of those who voted in that manner. Voting records shall be available to the general membership at general membership meetings.

(h) **Voting at Special Meetings.** Votes of members participating in person at special meetings are tallied at the meeting by the Secretary as soon as practical and final results of the vote are announced at the meeting. Votes will be taken from those participating electronically and tallied by the secretary or another member in good standing who has been asked to do so.

(i) **Proxy Voting.** Proxy voting shall not be allowed for any votes requiring full membership participation. Members shall use the voting protocol outlined in this section.

**ARTICLE V  
DIRECTORS AND OFFICERS,  
CLASSES OF DIRECTORS AND TERMS OF OFFICE,  
NOMINATIONS TO THE BOARD OF DIRECTORS,  
VACANCIES**

**SECTION 1. Board of Directors.** The Board of Directors shall be comprised of nine (9) persons, all of whom shall be members in good standing. General management of the Association's affairs shall be entrusted to the Board of Directors.

**SECTION 2. Officers.** The Association's officers, consisting of the Director, President, Associate Director, Secretary and Treasurer, shall serve in their respective capacities as described below, both with regard to the Association and its meetings and the Board of Directors and its meetings.

(a) The Director shall preside at all meetings of the Association and of the Board of Directors, and shall have the duties and powers normally appurtenant to the head of a non-profit association in addition to those particularly specified in these By-Laws. The Director will be responsible for coordinating the activities of the Secretary, Associate Director, Treasurer, Membership Committee and Charitable Program Committee.

(b) The President shall have duties and powers for coordinating the work of the rules and Regulations committee and the Judges' Development Corps Committee and shall work in coordination with the Director to encourage the growth and maintenance of the Association.

(c) The Associate Director shall assume the duties and exercise the powers of the Director in case of the Director's death, absence or incapacity and shall otherwise carry out any assigned the tasks and duties assigned by the Director and/or the Board of Directors. The Associate Director will also have the responsibility of coordinating the work for the National Events Committee.

(d) The Secretary shall keep a record of all meetings of the Association and of the Board of Directors and of all matters of which a record shall be ordered by the Association or required by these Bylaws; have charge of the correspondence, notify members and directors of meetings, notify officers and directors of their election to office, keep maintain membership records, including annual notices for dues, tally and record votes, and carry out such other duties as are prescribed in these By-Laws.

(e) The Treasurer shall collect and receive all monies due or belonging to the Association. Monies shall be deposited in a bank designated by the Board of Directors, in the name of the Association. The books shall at all times be open to inspection by the Board of Directors and a report shall be given at every meeting on the condition of the Association's finances and every item of receipt or payment not before reported; and at the annual meeting an accounting shall be rendered of all moneys received and expended during the previous fiscal year. The Treasurer shall be bonded in such amount as the Board of Directors of directors shall determine.

### **Section 3. Directors at Large**

(a) The remaining four positions on the board of directors shall be called Directors at Large.

(b) Directors at Large are not required to serve as committee heads.

### **Section 4. Committee Chairs**

(a) Any member in good standing may serve as a committee chair.

(b) Officers of the Association may be named as Committee Chairs.

(c) Directors At Large, who are not officers of the Association, may be named as Committee Chairs.

(d) Committee Chairs shall be nominated by the nominating committee and voted on by the general membership.

(e) Members of the Association in good standing may volunteer to participate in a committee with the approval of the Committee Chair. Participation of any committee member may be terminated by a majority vote of the Board of Directors.

**Section 5. Standing Committees.** The Association will maintain the following standing committees. Additional committees may be determined by request of the membership or determination of the Board of Directors.

(a) Membership Committee. The Membership Committee shall be dedicated to encouraging the growth of membership.

(b) Fund-raising. The Fund-Raising Committee shall be dedicated to raising funds for the TDAA's charitable campaigns.

(c) Rules and Regulation. The Rules and Regulation Committee shall be dedicated to keeping the rules of the TDAA current and addressing any rules or regulation irregularities or issues within the organization.

(d) Judges' Development. The Judges' Development Committee shall be charged with the development and further education of the TDAA's Judging Corps.

(e) Charitable programs. The Charitable Programs Committee shall be dedicated to determining the direction and scope of the TDAA's charitable donations.

(f) Nominating Committee. The purpose of the Nominating Committee shall be to identify candidates for available positions on the Board of Directors to be voted upon at the next Annual Meeting.

**SECTION 6. Classes of Directors and Terms of Office.** The Board of Directors shall consist of three (3) classes with three directors in each class. Each year one class of Directors shall be elected to a three-year term at the Association's annual meeting. There shall be no limits on how often a member may be re-elected.

**Section 7. Eligibility.** Officers and Directors of the Association shall be required to be paid members in good standing with the Association at the time of their nomination.

**SECTION 8. Nominations to the Board of Directors.** Notwithstanding the existence of any other Board Committee, the Nominating Committee shall be a standing committee of the Board of Directors. The purpose of the Nominating Committee shall be to identify candidates for available positions on the Board of Directors to be voted upon at the next Annual Meeting.

(a) During the third quarter of each membership year the Board of Directors shall name one member of the Board of Director or a TDAA member in good standing as Committee Chair of the Nominating Committee. If a Board member is chosen, that director may not be a candidate for reelection.

(b) As soon as possible, the Committee Chair shall solicit three members in good standing and willing to serve on the Committee.

(c) No person may be nominated as Director or Officer who is not a member in good

standing.

(d) The Nominating Committee shall nominate at least one candidate for each available office and/or position on the Board of Directors and, after securing the consent of each person so nominated shall immediately report their nominations to the Secretary in writing.

(e) Additional nominations may be made by any member in good standing following the publication of the proposed slate. Any person making a nomination must present the head of the Nominating Committee with a written statement from the proposed candidate signifying willingness to be a candidate. Nominations may not be made by email or by telephone.

(f) Nominations cannot be made at the annual meeting or in any manner other than as provided in this Section.

(g) No person may be a candidate for more than one position.

(h) The slate of officers with the addition of additional nominations shall be placed on a ballot and the ballot mailed to all members in good standing no less than 30 days prior to the annual membership meeting held in association with the TDAA Nationals each year.

**SECTION 9. Vacancies.**

(a) Any vacancies occurring on the Board of Directors during the year shall be filled by a majority vote of all the remaining members of the Board of Directors at its first regular meeting following the creation of such vacancy, or at a special Board of Directors meeting called for that purpose. A vacancy in the office of Director shall be filled automatically by the Associate Director and the resulting vacancy in the office of Associate Director shall be filled by a majority vote of the remaining members of the Board of Directors.

(b) Members filling board vacancies will serve out the remaining term for that position. At the end of that term, they may be nominated by the nominating committee to continue in that position and their names may be placed on the ballot for the general election for that year.

**ARTICLE VI  
CHARGES OF MISCONDUCT; DUE PROCESS**

**SECTION 1. Charges of Misconduct.** Any member in good standing may file charges of misconduct against another member for actions deemed prejudicial to the interests of the Association.

(a) A detailed written description of the charges, signed by the accusing member, must be filed by mail or electronic mail in duplicate with the Secretary. The accusing member shall also at the same time by similar conveyance send a signed copy to the member charged with the alleged misconduct, who shall have seven (7) days to respond to the Secretary with a written, signed statement in duplicate on their behalf.

(b) A deposit of \$25.00 must accompany the written description of charges. The deposit shall be forfeited if such charges are not sustained by the Board of Directors following a hearing. If the charges are sustained by the Board of Directors, the deposit shall be returned.

**SECTION 2. Due Process.** The Secretary shall promptly send a copy of the filed charges and any response to each member of the Board of Directors.

(a) By special meeting or by poll, the Board of Directors shall first consider whether the actions alleged in the charges, if proven, might constitute conduct prejudicial to the best interests of the Association. If the Board of Directors considers that the charges do not allege conduct which would be prejudicial to the best interests of the Association, the matter is dropped and all parties are so informed.

(b) If the Board of Directors entertains jurisdiction of the charges, it shall fix a date for a special hearing not less than three weeks nor more than six weeks after determining probable cause for misconduct.

(c) The Secretary shall promptly send one copy of the written charges to each party by registered mail together with a notice of the hearing. The notice shall specifically state that one or both parties may personally appear in his/her own defense and each may bring witnesses if he/she wishes. The notice shall also state one or both parties may also participate by telephone.

(d) The Board of Directors shall have complete authority to decide whether legal counsel for either party may attend the hearing, but both parties shall be treated uniformly in that regard.

**SECTION 3. Final Determinations.** After hearing all the evidence and testimony presented by both parties, the participating members of the Board of Directors may by a majority vote take one of the following actions against the accused member:

- (a) issue a formal letter of excusal of all charges if the charges are determined to be unfounded,
- (b) issue a formal written reprimand
- (c) issue written notice of suspension of all Association privileges for a period up to 12 months from the date of the hearing, or
- (d) issue a formal written notice of lifetime expulsion from the Association.

**ARTICLE VII  
AMENDMENTS TO  
ARTICLES OF INCORPORATION  
AND BY LAWS**

**SECTION 1. Amendments.** Amendments to the Articles of Incorporation and the By Laws may be proposed by a majority of the Board of Directors or by written petition addressed to the Secretary signed by twenty percent of the membership in good standing.

(a) Amendments proposed by such petition shall be promptly considered by the Board of Directors. Whether proposed by the Board of Directors or by the membership, proposed amendments must be submitted to the members at an annual meeting or at a special meeting called for that purpose within three months of the petition. The notice of the meeting shall include a description of the proposed changes and may include brief statements of position by the petitioners and/or the Board of Directors.

(b) Amendments to the Articles of the Incorporation and By-Laws shall be adopted by a two-thirds secret ballot of the participating members.

**ARTICLE VIII  
DISSOLUTION**

**SECTION 1.** The Association may be dissolved at any time by the written consent of not less than two-thirds of the members. In the event of the dissolution of the Association other than for purposes of reorganization due to bankruptcy, whether voluntary or involuntary or by operation of law, none of the property or assets of the Association nor any proceeds thereof shall be distributed to any members of the Association. After payment of the debts of the Association, any remaining property and assets shall be given to a charitable organization for the benefit of dogs selected by the Board of Directors of directors.

**ARTICLE IX  
PARLIAMENTARY AUTHORITY**

**Section 1.** The rules contained in the current edition of Robert's Rules of Order, Newly Revised, shall govern the Association in all cases to which they are applicable and in which they are not inconsistent with these By-Laws and any other special rules of order the Association may adopt.