Newfoundland Club of America, Inc.

All times Eastern Daylight Time
Regular Board of Directors Teleconference Meeting
Thursday, September 19, 2019, 8 p.m.

US toll number: (530) 881-1212
US toll-free number: (855) 212-0212
Meeting ID: 860-250-452#
Meeting wall & Meeting PIN: 1859
https://www.startmeeting.com/wall/860-250-452

Using the (530) 881-1212 telephone number saves the NCA on teleconference expense; please verify your unlimited long distance status.

Committee chairperson call in and times:
Per arrangements with Donna Thibault, NCA Second Vice-president:
• Robin Seaman Grenier, Chair, National Specialty Show Committee, and
• Susan Wagner, 2020 National Specialty Chair. – 9 p.m. General Order.

Agenda

1. Opening Ceremony
   1.1. Motion to adopt agenda
   1.2. Roll Call

2. Special Order: AKC Delegate’s Report (David Helming)
   2.1. 

3. Approval of Minutes:
   3.1. Thursday, August 15, 2019 Regular BOD Teleconference, pp. 6 – 13;
   3.2. Monday, April 29, 2009 NCA Charitable Trust Trustee Meeting, pp. 14 – 16;
   3.3. Minutes of Annual Membership Meeting - pending

4. President’s Report (John Cornell):
   4.1. 

5. First Vice President’s Report (Mary Lou Cuddy):
   5.1. Charitable Trust Management Board Report (Separate Cover);

6. Second Vice President’s Report (Donna Thibault):
   6.1. See attached report.

7. Recording Secretary’s Report (Steve Britton):
   7.1. Compiled agenda and meeting packet for August 15, 2019 meeting;
   7.2. Completed Bulletin Board from August 15, 2019 Board of Directors meeting.
   7.3. Compiled minutes from August 15, 2019 NCA BOD meetings

8. Corresponding Secretary’s Report (Pam Rubio)
   8.1. Correspondence AKC – Canine College – pp. 17 - 18

10. Immediate Past President’s Report (Pam Saunders)

10.1

11. Standing Committee Reports –

11.1. Mary Lou Cuddy, Membership Chairman – Survey of Members who did not renew memberships in 2019.

11.2. Sue Marino, Regional Club Liaison,
- Update on Regional Club Social Media Policy – postponed from July meeting
- Concerns resulting from initial complaint investigation about reported actions of a regional club; X – session
- Update about proposed bylaw amendments from SENC; pp: 23 – 55.

11.3. SSCC/2020 National Specialty Update – Robin Seaman Grenier & Susan Wagner
  1. 2020 National Update (will call in at 9:00 PM) See email and documents in packet.
  2. Trophy plate refurbishing.


11.5. Judges Education Committee (Denise Castonguay, Chair)
  1. Report back on AKC Canine College information, pp. 56; 66 – 67;

11.6. Breeders Education Committee (Lynne Anderson Powell, Chair)
  Items referred to Health and Longevity Committee for input – p. 60;

11.7. Technical Resources Advisory Committee
  TRAC Update on NextCloud implementation

12. Special Committees –

12.1. Policy Manual Updates, Donna Thibault, chair;


13. Executive Session – pp. 74 - 98

13.1 Membership Chairman’s Report, Mary Lou Cuddy – Separate Cover;

13.2 Additional items related to a regional club complaint made by a regional club member - update.

13.3 Follow-up concerning another regional club complaint - update

13.4 Board of Directors Conflict of Interest Statements, pp. 75 – 98

14. Unfinished Business and General Orders

14.1. Breeders Education Committee: Breeders Education/CTMB Survey –

14.2. Breeders Education Committee: A request to prepare a Newf Tide article about the AKC Stud Book, and the percentage of Newfoundland litters bred by NCA members.

14.3. Breeders Education Committee: Continue Discussion of Breeders List Survey.

14.4. The following two motions were referred to the Breeder Education, Breeders List Arbitration Committees (to report back by July 4, 2019):

   Jack Dean moved and Roger Frey seconded that the Board determine the best recommendation to address the contract clause requiring the euthanasia or the return of a puppy to a breeder for a refund after seeking input from the Arbitration, Breeders Education and Breeders List Committees and from an NCA member survey. The motion passed unanimously.

   Jack Dean moved and Lynne Anderson-Powell seconded that a Survey Monkey survey be discussed and developed after input is received from the Arbitration, Breeders Education and Breeders List Committees. Input from these committees will be due to the Board by July 4, 2019. The motion passed unanimously. (2 Absent: SB, SM)
14.5. Referred to Arbitration Committee for its input by September 5, 2019:

Since good Board governance requires:

- detailed knowledge of problems facing breeder members’ contractual obligations, and
- non-member perception of unfair dealings, and since
- much of that information can only be provided by the arbitration/mediation/grievance committee disclosing all the matters that come before it
- rather than the present status of the board only knowing about the few incidents where the breeder takes an appeal to the board, the board requires that committee to provide the following information to the NCA board every three months (in executive session) in general and in the following specifics.

For all cases that come before it adapt a numbering system which contains the year the matter began before the committee and a unique case number for ease of further reference and also keep a list of such matters.

a. For completed cases which are closed by the committee, a pdf copy of the following documents
b. Initial complaint letter sent to the committee,
c. the initial complaint letter sent to the NCA breeder,
d. the Breeder’s response
e. the Decision of the committee,
f. a memo on the ultimate disposition such as dismissal of complaint and the cause (refusal of complainant to pursue the matter, acceptance by both parties of the decision, appeal to the board, etc.

The committee can provide any additional information which it feels would be helpful to the board in understanding the problem presented or suggest changes to the above procedure. (November 11, 2018 – General Order)

14.6. Redefine DDC Job Description;

14.7. TRAC (Committee): Referral of Database updating and reporting process concerns to Technical Resource Advisory Committee (referred 4.10.2017);

That the Technical Resources Advisory Committee research, make recommendations and provide technical guidance to the Newf Tide Policy Committee relative to existing software available to produce Newf Tide as an on-line (digital) magazine. Said investigation and recommendations to include: initial cost investment required; projected live and compatibility with existing programs utilized for the production of the print version, estimate of time involved in moving from one platform to the other.

14.8. TRAC (Committee) – Cyber Security Insurance item-for review and recommendation.

14.9. TRAC Committee Projects List – update (Items left open from February 21, 2019 Teleconference);

14.10. Steering Committee: Collaborative Digital Newf Tide Production Survey (Authorized, August 18, 2016) – referred to Steering Committee;

14.11. Steering Committee: – Comprehensive Strategic Plan (referred 4.10.2017);

14.12. Appoint Advertising and Promotions Committee (Adopted, August 18, 2016);

14.13. National Specialty Show Coordinating Committee: That the Specialty Show Committee thoroughly review the Specialty Show Guide and include all previous updates for NCA-hosted shows. In addition, a separate volume should be updated and created for the Regional Specialty Guide. These will be due to the Board by the November 2019 face-to-face meeting agenda deadline. (Adopted, April 29, 2019)

14.15. **Governing Documents Coordinating Committee:** Referred the following to the NCA Governing Documents Committee: To develop a Whistleblower’s Protection.

Rationale: When required to file 990 IRS tax return forms, nonprofit corporations are requested to answer questions regarding the existence of the above-mentioned policies.

14.16. **Financial Oversight Coordinating Committee:** Treasurer’s duties and policies – requesting review by Financial Oversight Committee.


1. It is a best fiduciary practice for the board to know what tax returns have been filed in its name and the contents thereof,

2. until my last request, for many years, the NCA Board as a group. has not even seen each year’s federal tax return,

3. nor as of the date of filing of this motion, has the treasurer nor the preparer furnished the board with a copy

4. Since the return is electronically filed as a pdf file, there is no good reason that the treasurer cannot send within a week of filing a pdf copy of the return to all board members.

Therefore, it is moved that each year beginning with the tax year ending December 31, 2017, and for each year after that, the treasurer send out by email a pdf copy to all board members, and also to any NCA member who requests that yearly information be provided. (Referred to Financial Review Committee on January 17, 2018 – to report back on February 21, 2019).

14.18. **General Order:** Jack Dean moved and Lynne Anderson-Powell seconded that:

“Whereas it appears that
1. The status of the NCA seal as a copyright or trademark item is uncertain and board members having different impressions of what the law is and how we enforce our rights.

2. The NCA seal has never been registered with federal authorities.

3. There should be some type of competitive bidding on having someone properly register the NCA Seal. Now, therefore, I move that the board should come up with a plan to find qualified people and determine what they would charge for doing this as well as other associated costs. The motion passed unanimously.

14.19. Jack Dean moved the Board should designate one Board member to maintain an “action” list of items referred to committees and distribute such list to the Board. The motion passed unanimously.

14.20. **Retired Kennel Name Prefixes.**

14.21. Consider giving a copy of the “Distinguished Member” print for X number of dollars in a donation.

14.22. **Appoint person to take action on trademark issue**

14.23. Whereas, Board members need to understand the process of how tax returns are prepared to better fulfill their fiduciary obligation of corporate governance and to show the Board tries to be transparent in financial matters, and,

I want to make my questions as specific as possible so they can be simply answered by an email before our teleconference and not take up time at the teleconference, but in case they are not answered,

Now therefore, I move that;

1) The treasurer explain how the income taxes for both the NCA, Inc and the NCA Charitable Trust are prepared in general and with specific reference to whether the treasurer supplies to the accountant:
A). the aggregate data as she categorizes it for various tax categories on the return, or
B). all categories contained in the accounting system or
C). the raw individual data and lets the accountant categorize the data, or
D). does supply both A and B together with the raw data associated by categories, or
E). something else and, if so, then please explain what it consists of.

2) Whether the accountant has questioned in any manner the Treasurer’s categorization and, if so, what were those communications?

3) That the treasurer provide copies of the accountant’s engagement letters for both entities.

4) for both the NCA Inc and the NCA Charitable Trust for the last three years, namely the returns labeled for the years beginning in 2015, 2016, and 2017, please tell when, if ever, the federal tax return was shown to the directors listed in the 990 schedule before January 1st, 2019 other than caused by my recent specific request. (Jack Dean)

14.24. Whereas, for both the NCA, Inc to determine how much NCA funds to give to the Charitable Trust in the coming year and how the BOD sitting as the Trustee uses the funds,

Now, therefore, I move the budget line item for NCA support of the Charitable Trust should contain detail on what are the items that make up the budget request instead of simply the notation “as per chair.” (Jack Dean)

14.25. Whereas, there was an examination of the Charitable Trust accounts by Sandy Gabel, CPA, which was referenced in the minutes, but not attached;

Now, Therefore, I move that the Treasurer provide to all board members who request it a copy of that report, and an engagement letter, if one was signed or sent, and the bill provided from which the amount was paid. (Jack Dean)

14.26. I move that the NCA should support each Junior member with a free membership. They should still have to register as a Junior but not pay a membership fee until they are aged out as a Junior. (Pam Saunders)

14.27. Review the NCA Social Media Guidelines posted to the NCA website. (Steve Britton)

Rational: In-part, the policy is in discord with the club bylaws; application of the guidelines, when applied to club members, it provides no due process. Due process is warranted to all members

14.28. Review what is a COI & for whom (general order)

15. New Business

15.1. Discussion: Dr. Carol Beuchat, PhD, in an article located in her blog published on her Institute of Canine Biology website, has used illustrations from the Newfoundland Club of America Illustrated Guide, presumably without permission of the club. In the illustrated guide, the club claims its contents are copyright protected. What, if any, actions should the NCA assert to protect its copyright privileges? (Steve Britton)

15.2. Agenda item - AKC Stud Book file sharing questions (Mary L. Price); pp. 69 – 73.

15.3. To appoint a special committee, which includes the 2nd vice-president as chair, the treasurer and includes members of the Bear Mountain Newfoundland Club and Newfoundland Club of Florida to write guidelines for NCA Meet The Breed Activities (Steve Britton).

15.4. To appoint a special committee to solicit the membership and compile a listing of significant past kennel names to nominate and send to the AKC for retirement (Steve Britton).
2019 – 2020 NCA Board Member Directory

President
John Cornell
964 Williams Hill Rd
Richmond, VT 05477-9623
Cell: 802/363-9333
Email: jecornellboard@gmavt.net

First Vice President:
Mary Lou Cuddy
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Cell: 518/496-7377
Email: bearscamp@gmail.com

Second Vice President:
Donna Thibault
514 Bassetts Bridge Rd.
Mansfield Center, CT 06250
Cell: 860/465-7743
Email: donnatbo@live.com

Recording Secretary:
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P.O. Box 554
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Email: davidhelming@aol.com

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Cell: 518/598-3746
Email: andersonncaboard@gmail.com

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Home: 412-361-1541
Email: JackDeanNCABOD@gmail.com

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11120 Broadway St.
Alden, NY 14004-9515
Home: 716/683-1578
Business: 716/685-2685
Fax: 716/685-2685
Cell: 716/481-8095
Email: jollyroger.jollyroger1@verizon.net

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Home: 508/832-4585
Email: Vnnewf97@charter.net

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Home: 843/889-5444
Cell: 843/697-1113
Email: pkrboard2011@comcast.net

Director:
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Evergreen, CO 80439-6549
Home: 303/999-7862
Email: katiesidesinger@gmail.com

Revised: 05/19/2019

Page 6 of 98
For distribution
Fwd: Newfoundland Canine College Inquiry

From: Pamela Rubio (pamelar@garlic.com)
To: vnnewf97@charter.net; stevebritton.ncaboard55@yahoo.com; jollyroger.jollyroger1@verizon.net; pkrboard2011@comcast.net; pssaunders@live.com; bearscamp@gmail.com; mlprice@mhtc.net; landersonncaboard@gmail.com; katosidesinger@gmail.com; jecornellboard@gmavt.net; JackDeanNCABOD@gmail.com; donnatbo@live.com; ncabod2ndvp@live.com; davidhelming@aol.com
Cc: castanewf@shaw.ca
Date: Friday, September 13, 2019, 04:34 PM EDT

Sent from my iPad

Begin forwarded message:

From: Magen Leavell &lt;Magen.Leavell@akc.org&gt;
Date: September 13, 2019 at 9:48:10 AM PDT
To: "akcdelegate@ncadogs.org" &lt;akcdelegate@ncadogs.org&gt;, "judgesed@ncadogs.org" &lt;judgesed@ncadogs.org&gt;, "longship@gmavt.net" &lt;longship@gmavt.net&gt;, "pamelar@garlic.com" &lt;pamelar@garlic.com&gt;, "davidhelming@aol.com" &lt;davidhelming@aol.com&gt;
Cc: Ashley Jacot &lt;Ashley.Jacot@akc.org&gt;, Misha Abbenhouse &lt;Misha.Abbenhouse@akc.org&gt;
Subject: Re: Newfoundland Canine College Inquiry

Good Afternoon,

I wanted to follow-up on the email below. We have received confirmation from the Bernese Mountain Dogs and Leonberger. If you could respond as soon as possible so we may determine if this event is possible.

Magen Leavell
Online Education Manager
8051 Arco Corporate Drive, Suite 100, Raleigh, NC 27617
t:919-816-3774 | m: 443-326-2690 | e: magen.leavell@akc.org
Visit our website: www.akc.org
Follow us on: Facebook and Twitter

From: Magen Leavell
Sent: Wednesday, September 4, 2019 5:00 PM
To: akcdelegate@ncadogs.org &lt;akcdelegate@ncadogs.org&gt;, judgesed@ncadogs.org &lt;judgesed@ncadogs.org&gt;, longship@gmavt.net &lt;longship@gmavt.net&gt;, pamelar@garlic.com &lt;pamelar@garlic.com&gt;
Cc: Ashley Jacot &lt;Ashley.Jacot@akc.org&gt;, Misha Abbenhouse &lt;Misha.Abbenhouse@akc.org&gt;
Subject: Newfoundland Canine College Inquiry
Good Afternoon,

I wanted to reach out to let you know that our team is considering filming at the Westminster Maryland between October 25th and the 28th. It was brought to our attention that the Newfoundland Club may be interested in participating in filming and developing a breed course with Canine College.

If the club would like to participate I would like to schedule a webinar as soon as possible to discuss next steps.

For more information, please visit us at: https://www.akc.org/public-education/resources-for-clubs/akc-canine-college/

Below you will also find a list of events we will be attending through January 2020.

**Canine College Filming Schedule**

**October 8th - 13th 2019 CONFIRMED**
Treasure Valley Cluster, Boise, ID

**November 21th - 24th 2019 CONFIRMED**
Thanksgiving Classic Cluster, West Springfield, MA

**December 10 - 15th 2019 CONFIRMED**
AKC National Championship, Orlando, FL

**January 2020 CONFIRMED**
Rose City Classic, Portland Exposition Center, OR

**March 2020 PLANNING**
Kentunkiana Cluster, Louisville Expo Center, KY

**April 2020 PLANNING**
Georgia National Fairgrounds Perry, GA

Best,
Magen Leavell
Online Education Manager
8051 Arco Corporate Drive, Suite 100, Raleigh, NC 27617
t:919-816-3774 | m: 443-326-2690 | e: magen.leavell@akc.org
Visit our website: [www.akc.org](http://www.akc.org)
Follow us on: [Facebook](https://www.facebook.com/akc/) and [Twitter](https://twitter.com/akc)
# Newfoundland Club of America
# Receipts and Disbursements
# Operations
# August 2 - September 5, 2019

## INCOME

### Dues - Applicants

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### Interest

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**Total for distribution:** 7,038.00
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<td><strong>Miscellaneous</strong></td>
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</tr>
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<td>DEP</td>
<td>NC So Cal flow-thru - ins. cert. for Reg'l Spec.</td>
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<td>Elan ins. cert. - So. Cal</td>
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<tr>
<td>Date</td>
<td>Invoice No</td>
<td>Name</td>
<td>Description</td>
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<tr>
<td>8/25/2019</td>
<td>8170</td>
<td>J Siefert</td>
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<td>8/25/2019</td>
<td>8173</td>
<td>Elan</td>
<td>teleconf. 7/9</td>
</tr>
<tr>
<td>8/25/2019</td>
<td>8173</td>
<td>Elan</td>
<td>BOD teleconf. 6/20; 7/18</td>
</tr>
<tr>
<td>8/25/2019</td>
<td>8173</td>
<td>Elan</td>
<td>teleconf. 7/15</td>
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<tr>
<td>8/15/2019</td>
<td>DEP</td>
<td>High Country NC: Mesquite; Vo</td>
<td>reimb. AKC fees</td>
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<td>8/25/2019</td>
<td>8173</td>
<td>Elan</td>
<td>AKC fees</td>
</tr>
<tr>
<td>9/3/2019</td>
<td>DEP</td>
<td>New Pen Del NC</td>
<td>reimb. AKC fees</td>
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<tr>
<td>8/25/2019</td>
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<td>NHC</td>
<td>reimb. donated to NHC</td>
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<tr>
<td>8/25/2019</td>
<td>8172</td>
<td>M L Zimmerman</td>
<td>webmaster</td>
</tr>
<tr>
<td>8/25/2019</td>
<td>8173</td>
<td>Elan</td>
<td>Bluehost, Facebook, Google</td>
</tr>
<tr>
<td>9/3/2019</td>
<td>8174</td>
<td>M L Zimmerman</td>
<td>webmaster</td>
</tr>
<tr>
<td>9/3/2019</td>
<td>8175</td>
<td>D Rothwell</td>
<td>Beginner Draft Dog patches</td>
</tr>
<tr>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td><strong>OVERALL TOTAL</strong></td>
<td></td>
<td></td>
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</tr>
</tbody>
</table>
Newfoundland Club of America, Inc.
Balance Sheet
as of September 5, 2019

<table>
<thead>
<tr>
<th>Operations</th>
<th>BMO</th>
<th>Huntington</th>
<th>Live</th>
</tr>
</thead>
<tbody>
<tr>
<td>Certificates of Deposit</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>CD 6 months - due 2/28/20 2.85%</td>
<td>65,541.48</td>
<td>65,541.48</td>
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</tr>
<tr>
<td>CD 6 months - due 11/10/19 2.45%</td>
<td>71,314.78</td>
<td>71,314.78</td>
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<tr>
<td>National Specialty stipend CD</td>
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<tr>
<td>CD 30 months - due 7/26/20 2.60%</td>
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<td>12,429.30</td>
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<tr>
<td>Operations Checking</td>
<td>46,124.91</td>
<td>46,124.91</td>
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</tr>
<tr>
<td>2018 Natl. Specialty Checking</td>
<td>21,134.16</td>
<td>21,134.16</td>
<td></td>
</tr>
<tr>
<td>2019 Natl. Specialty Checking</td>
<td>-638.98</td>
<td>-638.98</td>
<td></td>
</tr>
<tr>
<td>2020 Natl. Specialty Checking</td>
<td>-1,020.00</td>
<td>-1,020.00</td>
<td></td>
</tr>
<tr>
<td>Total Operations</td>
<td>214,885.65</td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

| Juniors Fund                                    |      |            |       |
| Checking                                        | 1,165.76 | 1,165.76  |
| CD 6 months - due 2/28/20 2.85%                 | 6,147.76  | 6,147.76  |
|                                                 | 7,313.52  |

| Uniform Trophy Fund                             |      |            |       |
| Checking                                        | 420.58  | 420.58     |
| CD 6 months - due 2/28/20 2.85%                 | 10,243.47 | 10,243.47 |
|                                                 | 10,664.05 |

NCA, Inc. 232,863.22 47,711.25 19,475.18 165,676.79

prepared by
Mary L. Price
Treasurer
Fwd: SENC Constitution and Bylaws

From: Susan Marino (chnewf14@gmail.com)
To: stevebritton.ncaboard55@yahoo.com
Date: Thursday, September 5, 2019, 09:33 AM EDT

Please add this to the agenda.
Thanks
Sue

---------- Forwarded message ---------
From: Dana Phillips <danaphillips29@aol.com>
Date: Wed, Sep 4, 2019 at 7:08 PM
Subject: SENC Constitution and Bylaws
To: <chnewf14@gmail.com>, <Beverly.Cusac@baldwin-paving.com>, <beverlycusac@gmail.com>

Dear Sue,

The SENC Constitution Revision Committee has met and made changes to its Constitution and Bylaws in answer to the questions or recommendations from the NCA Board that you brought to our attention in mid-July. I’ve attached the first two documents which contain the changes and the third, which is the Current SENC Constitution and Bylaws:

- Summary of Changes made in response to your email of July 18, 2019,
- Proposed Revised SENC Constitution and Bylaws, and
- SENC’s Current Constitution and Bylaws.

Please do not hesitate to contact Beverly Cusac or me if you have any further questions or recommendations.

Again, thank you for your assistance in this process and for the guidance we’ve received from the NCA Board.

Sincerely,

Dana Phillips,
Chair, SENC Constitution and Bylaws Revision Committee
## Summary of Changes made to the SENC Constitution and Bylaws in response to Sue Marino’s email dated July 18, 2019:

<table>
<thead>
<tr>
<th>Previous Wording</th>
<th>Location</th>
<th>New Wording</th>
</tr>
</thead>
<tbody>
<tr>
<td>Objective g.) To support rescue and placement services for the benefit of the</td>
<td>Section 2 g.), C</td>
<td>Objective g.) To support rescue activities and placement services of SENCR, the 501(c)(3) rescue organization formed by members of SENC in 2009, as well as to support other selected charitable organizations that benefit the rescue, health, and/or well-being of the Newfoundland breed.</td>
</tr>
<tr>
<td>Newfoundland breed.</td>
<td></td>
<td></td>
</tr>
<tr>
<td>By-Laws (throughout)</td>
<td>Throughout</td>
<td>Changed to Bylaws throughout</td>
</tr>
<tr>
<td>ASSOCIATE MEMBERSHIPS shall receive electronic copies of the newsletter of the</td>
<td>Article I, Section</td>
<td>ASSOCIATE MEMBERSHIPS shall receive electronic copies of the newsletter of</td>
</tr>
<tr>
<td>Southeastern Newfoundland Club and may attend Club meetings, debate Club issues</td>
<td>1 a.), BLs</td>
<td>the Southeastern Newfoundland Club and may attend Club meetings, make</td>
</tr>
<tr>
<td>and participate in all Club functions, social or otherwise, with the following</td>
<td></td>
<td>motions, debate Club issues and participate in all Club functions, social</td>
</tr>
<tr>
<td>exceptions: They shall not vote on official Club business or hold elected office.</td>
<td></td>
<td>or otherwise, with the following exceptions: They shall not vote on</td>
</tr>
<tr>
<td>ASSOCIATE MEMBERSHIPS shall receive electronic copies of the newsletter of the</td>
<td></td>
<td>official Club business nor hold elected office.</td>
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<tr>
<td>Southeastern Newfoundland Club and may attend Club meetings, make motions,</td>
<td></td>
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<tr>
<td>debate Club issues and participate in all Club functions, social or otherwise,</td>
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<td>with the following exceptions: They shall not vote on official Club business or</td>
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<td>hold elected office.</td>
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<tr>
<td>Applications which have received unfavorable action at a Board Meeting may be</td>
<td>Article I, Section</td>
<td>Applications who have received unfavorable action at a Board Meeting may</td>
</tr>
<tr>
<td>presented by the applicant's endorsers at the next meeting of the Club and may</td>
<td>3 a.), para. 3, BLs</td>
<td>be presented by the applicant's endorsers at the next meeting of the Club.</td>
</tr>
<tr>
<td>be elected by a favorable vote of 3/4 of the members in attendance at a meeting</td>
<td></td>
<td>The presence of both endorsers is required. Such applicants may be elected</td>
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<tr>
<td>of the Club.</td>
<td></td>
<td>by a favorable vote of 3/4 of the members in attendance at a meeting of the</td>
</tr>
<tr>
<td>A Junior Member, or Minor Family Member, upon passing their 18th birthday, may</td>
<td>Article I, Section</td>
<td>A Junior Member, upon passing their 18th birthday, may apply for election</td>
</tr>
<tr>
<td>apply for election to General Membership, providing they have attended at least</td>
<td>3 b.), BLs</td>
<td>to General Membership, providing they have attended at least one Club</td>
</tr>
<tr>
<td>one Club Meeting or function within the 6 month period preceding their 18th</td>
<td></td>
<td>Meeting or function within the 6 month period preceding their 18th birthday.</td>
</tr>
<tr>
<td>birthday.</td>
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<tr>
<td>govern the Club in all cases to which they are applicable and in which they are</td>
<td></td>
<td>Revised shall govern the Club in all cases to which they are applicable and</td>
</tr>
<tr>
<td>not inconsistent with these Bylaws and any special rules of order the Club may</td>
<td></td>
<td>in which they are not inconsistent with these Bylaws and any special rules</td>
</tr>
<tr>
<td>adopt. Any deviation from Robert’s Rules of Order shall be notated with an asterisk (*) preceding the deviation.</td>
<td></td>
<td>of order the Club may adopt. Any deviation from Robert’s Rules of Order</td>
</tr>
<tr>
<td></td>
<td></td>
<td>Newly Revised shall be notated with an asterisk (*) preceding the deviation.</td>
</tr>
</tbody>
</table>
CONSTITUTION

SECTION 1.

The name of the Club shall be The Southeastern Newfoundland Club, Inc., a 501(c)(3), and shall be referred to hereafter as the Club or SENC.

SECTION 2.

The objectives of the Club shall be:

a.) To encourage and promote the quality of purebred Newfoundland dogs by doing all possible to bring their natural qualities to perfection and by planning activities designed to promote the quality and well-being of the Breed;

b.) To urge members and breeders to accept the standard of the breed as approved by the Newfoundland Club of America and the American Kennel Club as the only standard of excellence by which Newfoundland dogs shall be judged;

c.) To protect and advance the interests of the breed by encouraging the participation of the membership in all activities related to the Newfoundland dog, and to encourage fellowship and sportsmanlike behavior of the breed’s admirers at all Newfoundland related events;

d.) To showcase the special qualities and versatility of the Newfoundland breed by promoting and conducting a variety of events and activities related to the Newfoundland dog as a working, conformation, and companion animal, including, but not limited to, breed competition, specialty shows, obedience trials, working events (tracking tests, water tests, draft tests), therapy work, and community involvement, all in accordance with the rules and regulations of the American Kennel Club and/or of the Newfoundland Club of America;

e.) To provide education and information to the members, to the breeders, and to the general public for the ultimate benefit of the Newfoundland breed;

f.) To encourage all members to abide by the Newfoundland Club of America Ethics Guide as a guideline for responsible Newfoundland ownership;
g.) To support rescue activities and placement services of SENCR, the 501(C)(3) rescue organization formed by members of SENC in 2009, as well as to support other selected charitable organizations that benefit the rescue, health, and/or well-being of the Newfoundland breed.

SECTION 3.

The Club, being a 501(c)(3), shall not be conducted or operated for profit, and no part of any Club profits or funds 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 Constitution, and may from time to time revise such Bylaws as may be required to carry out these objectives.
SOUTHEASTERN NEWFOUNDLAND CLUB BYLAWS

ARTICLE I. MEMBERSHIP
Section 1. Eligibility
Section 2. Dues
Section 3. Application and Election to Membership
Section 4. Termination of Membership

ARTICLE II. MEETINGS AND VOTING
Section 1. Conduct of Meetings
Section 2. Club Meetings
Section 3. Board Meetings
Section 4. Voting

ARTICLE III. DIRECTORS AND OFFICERS
Section 1. Board of Directors
Section 2. Officers
Section 3. Removal
Section 4. Vacancies

ARTICLE IV. CLUB YEAR, ELECTIONS, AND NOMINATIONS
Section 1. Club Year
Section 2. Elections
Section 3. Nominations

ARTICLE V. COMMITTEES
Section 1. Appointment
Section 2. Committee Chair
Section 3. Directors
Section 4. Committee Termination

ARTICLE VI. DISCIPLINE
Section 1. Official Suspension
Section 2. Charges
Section 3. Board Hearing
Section 4. Expulsion

ARTICLE VII. AMENDMENTS
Section 1. Amendments
Section 2. Amendment Vote

ARTICLE VIII. DISSOLUTION

ARTICLE IX. ORDER OF BUSINESS
Section 1. Club Meetings
Section 2. Board Meetings

ARTICLE X. PARLIMENTARY AUTHORITY
ARTICLE I. MEMBERSHIP

SECTION 1. Eligibility

The SENC's service area shall be comprised of North Carolina, South Carolina, Georgia, Alabama, and Tennessee.

There shall be five (5) classes of memberships within SENC: Associate, General, Lifetime, Junior, and Honorary. Associate and General Membership shall be restricted to persons eighteen years of age or older. General Memberships shall be open to residents of the states of North Carolina, South Carolina, Georgia, Alabama, and Tennessee and to residents of a state that is not serviced by a sanctioned regional club at the time membership is granted.

Members of any class will be considered in good standing if their dues are current and they are not otherwise indebted to the Club. Members placed on suspension under the provisions of Article VI, Sections 1. and 3. will not be considered to be in good standing.

Membership Definitions:

a.) ASSOCIATE MEMBERSHIPS shall receive electronic copies of the newsletter of the Southeastern Newfoundland Club and may attend Club meetings, make motions, debate Club issues and participate in all Club functions, social or otherwise, with the following exceptions: They shall not vote on official Club business nor hold elected office. All new memberships into SENC shall automatically begin as Associate Memberships. Any person who has been an Associate Member for at least 6 months may apply for election to General Membership, providing they have attended at least one Club Meeting or function within the preceding 6 month period.

b.) GENERAL MEMBERSHIPS shall hold all the rights and privileges and responsibilities of Associate Members and shall in addition have the right to vote on official Club business and hold elected office.

c.) LIFETIME MEMBERSHIPS may be made available at the Board of Directors' discretion. Lifetime Memberships shall be the equivalent of General Memberships, except that Lifetime Members shall be exempt from paying annual dues.

d.) JUNIOR MEMBERSHIPS shall be open to all persons under 18 years of age. Junior Membership shall enjoy all rights and privileges of Associate Membership, except they may, by act of the Board of Directors, pay reduced membership dues.

e.) HONORARY MEMBERSHIPS FOR NON-SENC MEMBERS may be conferred upon a person or persons who have made outstanding contributions to the welfare of the
Newfoundland Dog. Honorary memberships shall have all the rights and privileges of Associate Membership and shall be exempt from paying dues.

SECTION 2. Dues

Dues are set by the Board of Directors no later than September 1st of each year.

During the month of September each member shall be sent a statement of dues for the ensuing year.

Dues are payable prior to November 1 of each year. Any new membership applications will be subject to a full year's dues. If membership is approved after October 1, the dues will apply to the following calendar year's dues.

SECTION 3. Application and Election to Membership

a.) Election to Associate: An applicant for membership shall submit a completed application form to the Membership Chairperson, together with the appropriate dues which are established by the Board of Directors. The application form shall be approved by the Board of Directors, and may be modified from time to time by the Board of Directors, and which shall provide that the applicant agrees to abide by the Constitution and Bylaws of this Club. The application shall carry the endorsement of two members in good standing.

The applicant's name shall be published in a Club publication following initial Board approval and any comments received by the Membership Chairperson within 30 days of publication shall be forwarded to the Secretary to be included in the material distributed to Board members prior to the final consideration by the Board. During final consideration, an applicant must receive a favorable vote of 2/3 of the Board members in attendance. The Board may deny membership for any reason and will communicate the reasons for denial of membership to the sponsors and applicant.

Applications which have received unfavorable action at a Board Meeting may be presented by the applicant's endorsers at the next meeting of the Club. The presence of both endorsers is required. Such applicants may be elected by a favorable vote of 3/4 of the members in attendance at a meeting of the Club. Any applicant who has been rejected may not be reconsidered for 12 months.

b.) Any person who has been an Associate Member for at least 6 months may apply for election to General Membership, providing they have attended at least one Club Meeting or function within the preceding 6 month period. A Junior Member, or Minor Family Member, upon passing their 18th birthday, may apply for election to General Membership, providing they have attended at least one Club Meeting or function within the 6 month period preceding their 18th birthday. Application shall be in the form of a written statement of intent to become a General Member and shall be submitted to the Membership Chair on or before the day of the next Club meeting. At that time their conversion from Associate to General Membership is to be part of the
agenda for that meeting. The statement shall specify the time and places of attendance as an Associate Member at the required meeting or function. An affirmative vote of at least ¾ of the General Membership in attendance at the Club meeting at which it is presented is required to approve the conversion from Associate to General Membership.

c.) Election to Honorary or Lifetime Membership: Honorary or Lifetime members may be proposed by a Board Member or Club Member through the Secretary. Election will be by 2/3 favorable vote of the Board of Directors, voting by secret ballot.

SECTION 4. Termination of Membership

Memberships may be terminated:

a.) By resignation. Any member may resign from the Club upon written notice to the Secretary; but resignation shall not affect or cancel any obligations for debt to the Club which accrued prior to resignation.

b.) By lapsing. Any membership shall be considered as lapsed and automatically terminated if such member’s dues remain unpaid on November 1st. To rejoin the Club, lapsed members must reapply for Election to Associate Membership as described in Article I, Section 3 a.).

c.) By expulsion. Any membership may be terminated by expulsion as provided in Article VI of these Bylaws.

ARTICLE II. MEETINGS AND VOTING

SECTION 1. Conduct of Meetings

a.) Conduct of Meetings. All categories of meetings of this Club shall be conducted in accordance with the current edition of Robert's Rules of Order except where superseded by these Bylaws.

SECTION 2. Club Meetings

a.) Regular Club Meetings. There will be a minimum of two Regular Club meetings per Club Year as defined in Article IV, Section 1. One of these meetings shall be the Annual Meeting. Regular Club Meetings will be at such time and place as designated by the President or Board of Directors.

b.) The Annual Meeting of the Club shall be held in the first quarter of the year at such time and place designated by the President or Board of Directors.

c.) Special Club Meetings. Special Club meetings may be called by the President, by a majority vote of the members of the Board, or by the Secretary upon receipt of a petition signed by 25% of the members of the Club who are in good standing. Special Club meetings shall be held at such time and place as may be designated by the President. Notice of meetings shall be
made by the Secretary at least 15 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.

d.) Notice of all Club meetings shall be made by the Secretary at least 15 days prior to the date of the meeting. The quorum for such meetings shall be 20% of the General and Lifetime Members in good standing in attendance.

SECTION 3. Board Meetings

a.) Regular Board Meetings. Regular Board Meetings will be held in conjunction with the Club meetings referred to in the above Section 1. Notice of each meeting shall be made by the Secretary at least 15 days prior to the date of the meeting. The quorum for such meeting shall be a majority of the Board.

b.) Special Board Meetings. Special meetings of the Board may be called by the President, or shall be called by the Secretary upon receipt of a written request signed by at least three members of the Board. Written notice of such meetings shall be made by the Secretary at least 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. A quorum for such meeting shall be a majority of the Board.

c.) The Board meetings may be held in person, by conference call, or by other collaborative technology.

d.) All votes of the Board of Directors shall be considered roll call votes and recorded in the minutes. The minority voter(s) shall be identified and may insert a short statement of reason in the minutes.

SECTION 4. Voting

Each General or Lifetime Member who is a member in good standing is considered to be a voting member and may vote at each meeting of the Club at which they are present. When a member’s dues are not received by the deadline, membership immediately lapses and all membership privileges, including voting, are immediately lost. Further, in no case may a person with outstanding financial obligations to the Club on the day of any Club meeting be entitled to vote at that Club meeting.

The Club Secretary shall be responsible for ascertaining voting eligibility based upon current membership records.

Each member who meets the above requirements shall be entitled to one vote at any meeting of the Club at which they are present. Proxy voting will not be permitted at any Club meeting or election. *Cumulative voting is not allowed.
ARTICLE III. DIRECTORS AND OFFICERS

SECTION 1. Board of Directors

The Board shall be comprised of the President, Vice-President, Secretary, Treasurer, immediate Past-President, and four other persons who shall be called Directors, all of whom shall be General or Lifetime Members in good standing. Two Directors shall be elected, as described in Article IV., for two year terms so that two Directors will always hold over from one year to another. They shall take office at the conclusion of the Club’s Annual Meeting and shall serve until their successors are elected. General management of the Club's affairs shall be entrusted to the Board of Directors.

The Board of Directors and Officers shall also serve as the Board of Directors and Officers of the 501(c)(3). Acceptance of nomination to run for a position constitutes acceptance to serve on the Board of the 501(c)(3).

SECTION 2. Officers

The Club's officers, consisting of the President, Vice-President, Secretary, and Treasurer, all of whom shall be elected as described in Article IV. for two year terms, shall take office at the conclusion of the Club's Annual Meeting, and shall serve in their respective capacities until their successors take office, both with regard to the Club and its meetings and the Board and its meetings:

a.) The President shall preside at all meetings of the Club and of the Board, and shall have duties and powers normally appurtenant to the Office of the President, in addition to those particularly specified in these Bylaws.

b.) The Vice-President shall have those powers and exercise the duties of the President in case of the President's death, absence or incapacity.

c.) The Secretary shall keep a record of all meetings of the Club and of the Board and of all matters of which the Club shall order a record. They shall have charge of roll call at meetings, keep the official roll of the members of the Club with their addresses, present the names of proposed new members of the Club as received by the Membership chairperson, determine the quorum for conducting votes, notify members of meetings, notify officers and directors of their election to office, have charge of answering all inquiries to the Club and such other correspondence as may be delegated to them; and carry out such other duties as are prescribed in these Bylaws.

The Secretary may issue Club communications and notices via email, the Newsletter (Newfangled News), regular mail, or other collaborative technology.

d.) The Treasurer shall collect and receive all monies due or belonging to the Club from the Membership Chairperson, Committee Chairs, or other parties from whom funds are due. They shall deposit all monies in a bank or other financial institution either designated or approved
by the Club's Board of Directors. The books shall at all times be open to inspection by the Board, and the Treasurer shall report to them at every meeting the condition of the Club's finances; and at the Annual Meeting shall render an account of all monies received and expended during the previous fiscal year. The Treasurer shall be bonded by the Club in such a manner and amount as the Board of Directors shall determine.

SECTION 3. Removal

Any Board Member who fails to attend 50% of the meetings or fails to dispatch the duties of the office in a Club year will be asked to resign following a 2/3 vote of the Board. If resignation is not tendered, the Board will request from the Membership removal of said Board member.

SECTION 4. Vacancies

Any vacancy occurring on the Board during the year shall be filled for the unexpired term of the office by a majority vote of the members of the Board at its first meeting following such vacancy.

ARTICLE IV. THE CLUB YEAR, ELECTIONS, AND NOMINATIONS

SECTION 1. Club Year

The Club's fiscal year shall begin on the 1st day of January, and end on December 31st. The Club's official year shall begin immediately at the conclusion of the Annual Meeting and shall continue through the next Annual Meeting. The Club's award year shall be the calendar year. Incoming officers and Directors will assume their positions at the conclusion of the Annual Meeting. Each retiring/outgoing board member or committee chairperson shall turn over to their successor in office all records and properties related to that office within 30 days of the Annual Meeting. Any retiring/outgoing board member or committee chairperson who fails to turn over such records and properties within 30 days may be suspended from all privileges of the Club until the transfer is affected or for a period not to exceed 375 days from the date of suspension. If additional disciplinary action is deemed appropriate, the Board of Directors may refer this matter to the membership for possible expulsion.

SECTION 2. Elections

a.) Election of officers and directors will be held prior to the Annual Meeting. No person may be a candidate in a Club election who has not been nominated in accordance with these Bylaws. No later than September 1st, the Board of Directors shall select a nominating committee consisting of 3 members total, only one of whom may be a member of the Board. The Board of Directors shall name a chairperson of the Committee. The President shall name an alternate in the event a member of the Committee is unable to fulfill their duties. The Nominating Committee may conduct its business by mail, email, phone, or other collaborative technology.

SECTION 3. Nominations
The Nominating Committee shall solicit and nominate candidates for President, Vice-President, Secretary, Treasurer, and two Board Members, to be elected in odd numbered years. In even numbered years the Nominating Committee shall solicit and nominate candidates for the positions of two Board Members. The Nominating Committee shall then submit its recommendations of candidates to the Secretary on or before November 1st. The Secretary shall distribute the list of nominees to each member of the Club on or before November 15 so members may make additional nominations if they so desire.

Additional nominations of eligible members may be made by written petition, addressed to the Secretary and received at their regular address on or before December 10th, signed by 4 members in good standing and accompanied by the written acceptance of each such additional nominee signifying their willingness to be a candidate.

If no valid additional nominations are received by the Secretary on or before December 10th, the Nominating Committee's recommended candidates shall be declared elected; to take office at the conclusion of the Annual Meeting of the Club and no balloting shall be required. The Secretary shall inform the membership on or before January 1st if no balloting is required.

If one or more valid additional nominations are received by the Secretary on or before December 10th, they shall on or before December 20th mail to each voting member in good standing a ballot listing all of the nominations in alphabetical order, together with a blank envelope and a return envelope addressed to the Secretary and marked "Ballot" and with the name of the member to whom it was sent. So that all ballots remain secret, each voter, after marking their ballot, shall seal it in the blank envelope which in turn shall be placed in the second envelope addressed to the Secretary. To be considered valid, ballots must be received by the Secretary by the due date determined by the Secretary and indicated on the ballot. In no case shall the due date be less than 10 days before the Annual Meeting of the Club. The ballots shall be opened and counted by three Club members consisting of the Chair of the Nominating Committee and two Members of the Board who are not nominated for office and who are selected by the President. The candidates receiving the largest number of votes shall be elected to the Board. If any director-elect is unable to serve for any reason, the vacancy so created shall be filled by the new Board of Directors, in the manner provided by Article III, Section 40(f) of these Bylaws.

Nominations cannot be made at the annual meeting or in any manner other than as provided above.

**ARTICLE V. COMMITTEES**

**SECTION 1. Appointment**

The Board each year at its Annual Board Meeting shall appoint Standing Committees to advance the work of the Club in such matters as specialty shows, obedience trials, working trials, trophies, awards, membership, education, rescue, and other matters which may well be served by committees. Such committees shall always be subject to the final authority of the Board. Special Committees may also be appointed by the Board to aid it on particular projects.
SECTION 2. Committee Chairperson

The Chairperson of each committee shall be appointed annually by the Board for a term of one year.

The Chairperson of each committee shall submit a written report to the Secretary of the Board no later than a week before the Annual meeting of the Board.

SECTION 3. Directors

Each Director shall serve on a Standing Committee. The Board may choose to recommend additional members for each committee appointed.

SECTION 4. Committee Termination

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 Board may appoint successors to those services that have been terminated. Each retiring Committee Chairperson or Member shall turn over all records and properties relating to the committee to their successor, or, if the committee has been dissolved, to the Secretary, within 30 days after they have been notified of the termination of their office. Any person who fails to do so within 30 days may be suspended from all privileges of the Club until the transfer is affected or for a period not to exceed more than 375 days from the date of suspension. If additional disciplinary action is deemed appropriate, the Board of Directors may refer this matter to the membership for possible expulsion.

ARTICLE VI. DISCIPLINE

SECTION 1. Official Suspension

Any member who is suspended from the privileges of the American Kennel Club or Newfoundland Club of America shall be automatically suspended from the privileges of this Club for a like period.

SECTION 2. Charges

Any member may prefer charges against another member for alleged action prejudicial to the best interests of the Club or the Breed and/or failure to abide by the Constitution, Bylaws, or the Newfoundland Club of America's Ethics Guide adopted by this Club. Written charges with specifications must be filed with the Secretary, together with a deposit of $100.00 which shall be forfeited if 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 a Board Meeting.

The Secretary will also send copies of the charges to the defendant who shall have the opportunity to submit written documents to the Board. The Board shall first consider whether the actions alleged in the charges, if proven, might constitute action prejudicial to the best interest of
the Club or the Breed. If the Board considers that the charges do not allege conduct that would be prejudicial to the best interest of the Club or of the Breed, or determines that the charges fall under the jurisdiction of the American Kennel Club, it may refuse to entertain jurisdiction. If the Board decides to entertain jurisdiction, the Secretary shall so inform the parties to the complaint and shall send one copy of the charges by certified mail together with a notice of the hearing. The hearing shall be held at the next regularly scheduled Board meeting, unless the date of that meeting would be less than 20 days from the date of the hearing notice. In that event or should the Board decide that such scheduling does not allow adequate preparation time to the Board, or to either or both parties, the hearing date shall be put over until the next Board meeting. If the Board decides that meritorious charges exist, the Board shall set a date for the hearing and shall return the $100.00 deposit to the complaining party. The charged party shall be personally notified of the hearing by the Secretary. If the Board decides that there is no merit to the charges, the accused will be exonerated, and the $100.00 will be deposited in the Club's general fund. If the Board decides the charges are outside its jurisdiction, the $100.00 shall be returned to the complaining party.

SECTION 3. Board Hearing

The Board shall have complete authority to decide whether counsel may attend the hearing, but both complainant and defendant shall be treated uniformly in that regard. Should either party to the proceeding choose to be represented by counsel, they shall so inform the Secretary no less than 30 days prior to the date of the hearing. The Secretary shall promptly inform the other party. In no case shall the accused be denied the right to confront and examine their accuser, or be denied the right to fully explain the allegations. Should the charges be sustained after hearing all the evidence and testimony presented by the complainant and defendant, the Board may by a majority vote of those present suspend the defendant from all privileges of the Club for a period of not less than 12 months from the date of the hearing. And if it deems that punishment insufficient, it may also recommend to the membership that the penalty be expulsion. In such case, the suspension shall not restrict the defendant's right to appear before his fellow members at the ensuing meeting which considers the Board's recommendation. Immediately after the Board 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 Board's decision and penalty, if any.

SECTION 4. Expulsion

Expulsion of a member from the Club may be accomplished only at a meeting of the Club following a Board hearing and upon the Board's recommendation as provided in Section 3 of this Article. Such proceedings may occur at a regular or special meeting of the Club to be held within 60 days but not earlier than 30 days after the date of the Board's recommendation of expulsion.

The defendant shall have the privilege of appearing in their own behalf, though no evidence shall be taken at this meeting. The President shall read the charges and the Board's findings and recommendations, and shall invite the defendant, if present, to speak in their own behalf if they wish. The eligible members shall then vote by secret ballot on the proposed expulsion. A 2/3 vote
of those General Members present and voting at the meeting shall be necessary for expulsion. If expulsion is not voted, the Board's suspension shall stand.

ARTICLE VII. AMENDMENTS

SECTION 1. Amendments

Amendments to the Constitution and Bylaws may be proposed by the Board of Directors or by written petition addressed to the Secretary and signed by 30 percent of the voting members in good standing. The Board of Directors shall promptly consider amendments proposed by such petition. All amendments shall be submitted to the membership, inviting comment from the members. **Within four months** after submission to the membership, the Board shall report on such proposal(s) to the Club and present the same for action.

SECTION 2. Amendment Vote

The Constitution and Bylaws may be amended by a 2/3 vote of the members present and voting at any regular meeting or special meeting called for the purpose, provided the proposed amendments have been included in the notice of the meeting and mailed to each member at least 15 days prior to the date of the meeting.

No amendment to the Constitution and Bylaws that is adopted by the Club shall become effective until it has been approved by the Board of Directors of the Newfoundland Club of America.

ARTICLE VIII. DISSOLUTION

The Club may be dissolved at any time by written consent of not less than 3/4 of the eligible voting members. In the event of the dissolution of the Club, whether voluntary or by operation of law, none of the property of the Club, or any proceeds thereof, nor any assets of the Club, shall be distributed to any members of the Club. However, after payment of the debts of the Club, its property and assets shall be divided among other regional Newfoundland clubs as determined by the SENC Board of Directors. **Monies in the rescue account shall be transferred to another regional Newfoundland club chosen by the SENC Board of Directors that is a 501 (c) (3) Club, and has an active rescue program.**

ARTICLE IX. ORDER OF BUSINESS

SECTION 1. Club Meetings

At meetings of the Club, the order of business, so far as the character and nature of the meeting may permit, shall be as follows:
1. Meeting called to Order
2. Roll Call
3. Minutes of the last Meeting
4. Report of the President
5. Report of the Secretary
6. Report of the Treasurer
7. Report of the Committees
8. Election of New Members
9. Unfinished Business
10. New Business
11. Election of Officers and Directors (as needed at Annual Meeting)
12. Adjournment

SECTION 2. Board Meetings

At meetings of the Board, the order of business, unless otherwise directed by a majority of those present, shall be as follows:

1. Meeting called to order
2. Roll Call
3. Minutes of last Meeting
4. President's report
5. Secretary's report
6. Treasurer's report
7. Report of Committees
8. Election of New Members
9. Unfinished Business
10. New Business
11. Adjournment

ARTICLE X. PARLIAMENTARY AUTHORITY

The rules contained in the current edition of Robert's Rules of Order Newly Revised shall govern the Club in all cases to which they are applicable and in which they are not inconsistent with these Bylaws and any special rules of order the Club may adopt. Any deviation from Robert's Rules of Order Newly Revised shall be notated with an asterisk (*) preceding the deviation.
Constitution and Bylaws Certification

The preceding Constitution and Bylaws for the Southeastern Newfoundland Club contain the amendments approved by the SENC Board on __________, was approved by the SENC membership on __________, and was pre-approved by the Newfoundland Club of America at their __________ Board meeting.

The 2018/2019 Constitution and Bylaws Committee consisted of: Benita Edds, Beverly Cusac, Dana Phillips, Gregg Lomas, Margaret Rancourt, and Susan Egan.

I certify that requirements of Article VII and Sections I and II have been met.

Dana Phillips
SENC Constitution and Bylaws Committee Chair
CONSTITUTION

SECTION 1:

The name of the Club shall be The Southeastern Newfoundland Club. It shall be referred to hereafter as the Club or SENC.

SECTION 2:

The objectives of the Club shall be:

a.) To encourage and promote the quality of purebred Newfoundland dogs and to do all possible to bring their natural qualities to perfection;

b.) To urge members and breeders to accept the standard of the breed as approved by the Newfoundland Club of America and the American Kennel Club as the only standard of excellence by which the Newfoundland Dogs shall be judged;

c.) To do all in its power to protect and advance the interests of the breed and to encourage sportsmanlike behavior at all Newfoundland related events;

d.) To conduct events such as: specialty shows, obedience trials, fun matches, tracking tests, water tests, and draft tests and other Newfoundland related activities in accordance with the rules and regulations of the American Kennel Club and/or the Newfoundland Club of America;

e.) To promote the special qualities of the breed by sponsoring working dog activities under the rules of the Newfoundland Club of America;

f.) To provide education and information to the members, to the breeders, and to the general public for the ultimate benefit of the Newfoundland breed;

g.) To encourage participation by the membership in all activities related to the Newfoundland as a working and companion animal including, but not limited to, breed competition, obedience trials, working events, therapy work and community involvement;

h.) To urge all members to abide by the Newfoundland Club of America Ethics Guide as a guideline for responsible Newfoundland ownership;
i.) To plan activities designed to promote the well being of the Newfoundland breed and to encourage fellowship of the breed’s admirers;

j.) To maintain a rescue and placement network for the benefit of the Newfoundland breed.

SECTION 3:

The Club shall not be conducted or operated for profit and no part of any profits or remainder of residue from dues or donation 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 Constitution, and may from time to time revise such By-laws as may be required to carry out these objectives.
SOUTHEASTERN NEWFOUNDLAND CLUB BY-LAWS

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ARTICLE X. PARLIAMENTARY AUTHORITY
BY-LAWS

ARTICLE I. MEMBERSHIP

SECTION 1: Eligibility

SECTION 1: Membership Definitions
There shall be six (6) classes of memberships within SENC: Associate, General, Family, Life, Junior and Honorary. Associate and General Membership shall be restricted to persons eighteen years of age or older. The SENC’s service area shall be comprised of North Carolina, South Carolina, Georgia and Alabama.

General Memberships shall be limited to residents of the states of North Carolina, South Carolina, Georgia, and Alabama, or residents of a state that is not serviced by a sanctioned regional club at the time membership is granted. General Members who move their residences outside the designated territory will automatically be converted to Associate Members until re-establishing residence within the area. All current voting members that reside outside the boundary of the Club at the time these By-laws are adopted [February 16, 2008] shall be grandfathered into General membership. Members of any class will be considered in good standing if their dues are current and they are not otherwise indebted to the club. Members placed on suspension under the provisions of Article VI, Sections 1 and 3, will not be considered to be in good standing.

a.) ASSOCIATE MEMBERSHIPS shall receive copies of the newsletter of the Southeastern Newfoundland Club and may attend club meetings, debate club issues and participate in all club functions, social or otherwise, with the following exceptions: They shall not vote on official club business, hold elected office or hold appointed leadership positions. All new memberships into SENC shall automatically begin as Associate Memberships. Any person who has been as Associate Member for at least 6 months may apply for election to General Membership, providing they have attended at least one Club Meetings within the preceding 6 month period.

b.) GENERAL MEMBERSHIPS shall hold all the rights and privileges and responsibilities of Associate Members and shall in addition have the right to vote on official club business and hold elected office and/or hold appointed leadership positions within the Club.

c.) FAMILY MEMBERSHIPS shall be open to two (2) adults and any children under 18 years of age living in the same household. Each adult shall enjoy all rights and privileges of Associate or General Membership, as defined in Parts a and b above. Minor members shall have all the rights and privileges of Associate Membership only.

d.) LIFE MEMBERSHIPS may be made available at the Board of Directors’ discretion. Life Memberships shall be the equivalent of General Memberships, except that Life Members shall be exempt from paying annual dues. The Board of Directors may define various categories of Life Memberships.
e.) JUNIOR MEMBERSHIPS shall be open to all persons under 18 years of age who are not already a part of a Family Membership. Junior Membership shall enjoy all rights and privileges of Associate Membership, except they may, by act of the Board of Directors, pay reduced membership dues.

f.) HONORARY MEMBERSHIPS FOR NON-SENC MEMBERS may be conferred upon a person or persons who have made outstanding contributions to the welfare of the Newfoundland Dog. Honorary memberships shall have all the rights and privileges of Associate Membership and shall be exempt from paying dues.

SECTION 2: Dues

Dues are payable by November 1 of each year. Any new membership applications will be subject to a full year’s dues. If membership is approved after October 1, the dues will apply to the following calendar year’s dues.

Dues are set by the Board of Directors no later than September 1st of each year.

No member may vote whose dues are not paid for the current year. During the month of September each member shall be sent a statement of dues for the ensuing year.

SECTION 3: Application and Election to Membership

a.) Election to Associate: An applicant for membership shall submit a completed application form to the Membership Chairperson, together with the appropriate dues which are established by the Board of Directors. The application form shall be approved by the Board of Directors, and may be modified from time to time by the Board of Directors, and which shall provide that the applicant agrees to abide by the Constitution and By-laws of this Club. The application shall carry the endorsement of two members in good standing.

The applicant’s name shall be published in a Club publication following initial Board approval and any comments received by the Membership Chairperson within 30 days of publication shall be forwarded to the Secretary to be included in the material distributed to Board members prior to the final consideration by the Board. During final consideration, an applicant must receive a favorable vote of 2/3 of the Board members in attendance. The Board may deny membership for any reason and will communicate the reasons for denial of membership to the sponsors and applicant.

Applications which have received unfavorable action at a Board Meeting may be presented by the applicant’s endorsers at the next meeting of the Club and may be elected by a favorable vote of ¾ of the members in attendance at a meeting of the Club. Any applicant that has been rejected may not be reconsidered for 12 months.

b.) Any person who has been an Associate Member for at least 6 months may apply for election to General Membership, providing they have attended at least one Club Meetings within the preceding 6 month period. A Junior Member, passing their 18th birthday, or a minor Family Member, passing their 18th birthday, may apply for election to General Membership.
providing they have attended at least one Club Meeting within the 6 month period preceding their 18th birthday. Application shall be in the form of a written statement of intent to become a General Member to the appropriate Club Officer on or before the day of the next Club meeting. At that time their conversion from Associate to General Membership is to be part of the agenda for that meeting. The statement shall specify the time and places of attendance as an Associate Member at the required meetings. An affirmative vote of at least ¾ of the General Membership in attendance at the Club meeting at which it is presented is required to approve the conversion from Associate to General Membership.

c.) Election to Honorary or Life Membership: Honorary or Life members may be proposed by a Board Member or Club Member through the Secretary. Election will be by 2/3 favorable vote of the Board of Directors, voting by secret ballot.

SECTION 4: Termination of Membership – Memberships may be terminated:

a.) By resignation. Any member may resign from the Club upon written notice to the Secretary; but resignation shall not affect or cancel any obligations for dues or any other debt to the Club which has accrued prior to resignation. Dues obligations are considered a debt to the Club, and they become incurred on November 1st of each fiscal year.

b.) By lapsing. Any membership shall be considered as lapsed and automatically terminated if such member’s dues remain unpaid on December 1st. In no case may a person be entitled to vote at any Club meeting whose dues or other financial obligations to the Club or Club sponsored functions are unpaid prior to the day of any Club meeting.

b.) By expulsion. Any membership may be terminated by expulsion as provided in Article VI of these By-laws.

ARTICLE II. MEETINGS AND VOTING

SECTION 1: Conduct of Meetings

a.) Conduct of Meetings. All categories of meetings of this Club shall be conducted in accordance with the current edition of Robert’s Rules of Order except where superseded by these By-laws.

SECTION 2: Club Meetings

a.) Regular Club Meetings. There will be a minimum of two Regular Club meetings per Club Year as defined in Article IV, Section 1. One of these meetings shall be the Annual Meeting. Regular Club Meetings will be at such time and place as designated by the President or Board of Directors.

b.) The Annual Meeting of the Club shall be held in February, or March, usually in conjunction with the supported entry or at such time and place designated by the President or Board of Directors.
c.) Special Club Meetings. Special Club meetings may be called by the President, by a majority vote of the members of the Board, or by the Secretary upon receipt of a petition signed by 25% of the members of the Club who are in good standing. Special Club meetings shall be held at such time and place as may be designated by the President. Notice of meetings shall be made by the Secretary at least 15 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.

d.) Notice of all Club meetings shall be made by the Secretary at least 15 days prior to the date of the meeting. The quorum for such meetings shall be 20% of the General Members in good standing in attendance.

SECTION 3: Board Meetings.

a.) Regular Board Meetings. Regular Board Meetings will be held in conjunction with the Club meetings referred to in the above Section 1. Notice of each meeting shall be made by the Secretary at least 15 days prior to the date of the meeting. The quorum for such meeting shall be a majority of the Board.

b.) Special Board Meetings. Special meetings of the Board may be called by the President, or shall be called by the Secretary upon receipt of a written request signed by at least three members of the Board. Written notice of such meetings shall be made by the Secretary at least 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. A quorum for such meeting shall be a majority of the Board.

c.) The Board meetings may be held in person, conference call, Web-Ex or other collaborative technology.

d.) All votes of the Board of Directors shall be considered roll call votes and recorded in the minutes. The minority voter(s) shall be identified and may insert a short statement of reason in the minutes.

SECTION 4: Voting

Each Voting Member who is a member in good standing is considered to be a voting member and may vote at each meeting of the Club at which he is present.

The Club Secretary shall be responsible for ascertaining voting eligibility based upon current membership records.

Each member who meets the above requirements shall be entitled to one vote at any meeting of the Club at which he/she is present. Proxy voting will not be permitted at any Club meeting or election. *Cumulative voting is not allowed.

* Cumulative Voting (which is not allowed) is a voting system that gives members more power, by allowing them to cast all of their board of director votes for a single candidate, as opposed to regular or statutory voting, in which members must vote for a different candidate for each available seat.

SENC Constitution and By-laws
ARTICLE III. DIRECTORS AND OFFICERS

SECTION 1: Board of Directors.

The Board shall be comprised of the President, Vice-President, Secretary, Treasurer, immediate Past-President, and four other persons who shall be called Directors, all of whom shall be General or Life Members in good standing. Two Directors shall be elected at the Club’s Annual Meeting for two year terms so that two Directors will always hold over from one year to another as provided in Article IV and shall serve until their successors are elected. General management of the Club’s affairs shall be entrusted to the Board of Directors.

The Board of Directors and Officers shall also serve as the Board of Directors and Officers of the 501(c)(3). Acceptance of nomination to run for a position constitutes acceptance to serve on the Board of the 501(c)(3).

SECTION 2: Officers.

The Club’s officers consisting of the President, Vice-President, Secretary, and Treasurer, all of whom shall be elected for two year terms at the Club’s Annual Meeting, shall serve in their respective capacities until their successors are elected, both with regard to the Club and its meetings and the Board and its meetings:

a.) The President shall preside at all meetings of the Club and of the Board, and shall have duties and powers normally appurtenant to the Office of the President, in addition to those particularly specified in these By-laws.

b.) The Vice-President shall have those powers and exercise the duties of the President in case of the President’s death, absence or incapacity.

c.) The Secretary shall keep a record of all meetings of the Club and of the Board and of all matters of which the Club shall order a record. He/She shall have charge of roll call at meetings, keep the official roll of the members of the Club with their addresses, present the names of proposed new members of the Club as received by the Membership chairperson, determine the quorum for conducting votes, notify members of meetings, notify officers and directors of their election to office, have charge of answering all inquiries to the Club, and such other correspondence as may be delegated to him/her; and carry out such other duties as are prescribed in these By-laws.

The Secretary may issue Club communications and notices via email, the Newsletter (Newfangled News), or regular mail or other collaborative technology.

d.) The Treasurer shall collect and receive all monies due or belonging to the Club from the Membership Chairperson, Committee Chairs, or other parties from whom funds are due. He/She shall deposit all monies in a bank or other financial institution either designated or approved by the Club’s Board of Directors. The books shall at all times be open to inspection by the Board, and the Treasurer shall report to them at every meeting the condition of the Club’s finances; and at the Annual Meeting shall render an account of all monies received and expended.
during the previous fiscal year. The Treasurer shall be bonded by the Club in such a manner and amount as the Board of Directors shall determine.

SECTION 3: Removal.

Any Board Member who fails to attend 50% of the meetings or fails to dispatch the duties of the office, in a Club year will be asked to resign following a 2/3 vote of the Board. If resignation is not tendered, the Board will request from the Membership removal of said Board member.

SECTION 4: Vacancies.

Any vacancy occurring on the Board during the year shall be filled for the unexpired term of the office by a majority vote of the members of the Board at its first meeting following such vacancy.

ARTICLE IV. THE CLUB YEAR, ELECTIONS, and NOMINATIONS

SECTION 1: Club Year.

The Club’s fiscal year shall begin on the 1st day of January, and end on December 31st. The Club’s official year shall begin immediately at the conclusion of the election at the Annual Meeting and shall continue through the election at the next Annual Meeting. The Club’s award year shall be the calendar year.

At the Annual Meeting, all committees and Director reports for the ending Club year shall be received. Each retiring/outgoing board member or committee chairperson shall turn over to his/her successor in office all records and properties related to that office, within 30 days after the election of his/her successor. Any retiring/outgoing board member or committee chairperson who fails to turn over such records and properties within 30 days may be suspended from all privileges of the Club until the transfer is affected or for a period not to exceed more than 375 days from the date of suspension. If additional disciplinary action is deemed appropriate, the Board of Directors may refer this matter to the membership for possible expulsion.

SECTION 2: Elections.

a.) Election of officers and directors will be held at the Annual Meeting. No person may be a candidate in a Club election who has not been nominated in accordance with these By-laws. No later than September 1st, the Board of Directors shall select a nominating committee consisting of 4 members and one alternate and no more than one who shall be a member of the Board. The Board of Directors shall name a chairperson of the Committee. The Nominating Committee may conduct its business by mail, email, phone, Web-Ex or other collaborative technology.

SECTION 3: Nominations.

The Nominating Committee shall nominate from among the eligible members of the Club, nominees for President, Vice-President, Secretary, Treasurer, and two Board Members, to be elected in even numbered years. In odd numbered years the Nominating Committee shall
nominate from among the eligible members of the Club, nominees for the positions of two Board Members. The Nominating Committee shall obtain the acceptance of each such nominee so chosen in writing. The Nominating Committee shall then submit its slate of candidates to the Secretary on or before November 1st. The Secretary shall mail or have mailed the list of nominees to each member of the Club on or before November 15th so members may make additional nominations if they so desire.

Additional nominations of eligible members may be made by written petition, addressed to the Secretary and received at his regular address on or before December 10th, signed by 10 members in good standing and accompanied by the written acceptance of each such additional nominee signifying his willingness to be a candidate.

If no valid additional nominations are received by the Secretary on or before December 10th, the Nominating Committee’s Slate shall be declared elected; to take office at the conclusion of the Annual Meeting of the Club and no balloting shall be required. The Secretary shall inform the membership on or before January 1st if no balloting is required.

If one or more valid additional nominations are received by the Secretary on or before December 10th, he/she shall on or before December 25th, mail to each voting member in good standing a ballot listing all of the nominations in alphabetical order, together with a blank envelope and a return envelope addressed to the Secretary and marked “Ballot” and the name of the member to show it was sent. So that all ballots remain secret, each voter, after marking his ballot shall seal it in the blank envelope which in turn shall be placed in the second envelope addressed to the Secretary. Ballots to be considered valid must be received by the Secretary by the due date indicated on the ballot which will be determined by the Secretary. In no case shall the due date be less than 10 days before the Annual Meeting of the Club. The ballots shall be opened and counted by three members of the Nominating Committee, none of whom are candidates. The candidates receiving the largest number of votes shall be elected to the Board. If any director-elect is unable to serve for any reason the vacancy so created shall be filled by the new Board of Directors, in the manner provided by Article III, Section 4of these By-laws.

Nominations cannot be made at the annual meeting or in any manner other than as provided above.

ARTICLE V. COMMITTEES

SECTION 1: Appointment.

The Board each year at its Annual Board Meeting shall appoint Standing Committees to advance the work of the Club in such matters as specialty shows, obedience trials, working trials, trophies, awards, membership, rescue, and other matters which may well be served by committees. Such committees shall always be subject to the final authority of the Board. Special /Committees may also be appointed by the Board to aid it on particular projects.

SECTION 2: Committee Chairperson.

The Chairperson of each committee shall be appointed annually by the Board for a term of one year.

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For distribution
The Chairperson of each committee shall submit a written report to the Secretary of the Board no later than a week before the Annual meeting of the Board.

SECTION 3: Directors

Each Director shall serve on a Standing Committee. The Board may choose to recommend additional members for each committee appointed.

SECTION 4: Committee Termination.

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 Board may appoint successors to those services that have been terminated. Each retiring Committee Chairperson or Member shall turn over all records and properties relating to the committee to his successor, or, if the committee has been dissolved, to the Secretary, within 30 days after he/she has been notified of the termination of his office. Any person who fails to do so within 30 days may be suspended from all privileges of the Club until the transfer is affected or for a period not to exceed more than 375 days from the date of suspension. If additional disciplinary action is deemed appropriate, the Board of Directors may refer this matter to the membership for possible expulsion.

ARTICLE VI. DISCIPLINE

SECTION 1: Official Suspension.

Any member who is suspended from the privileges of the American Kennel Club or Newfoundland Club of America shall be automatically suspended from the privileges of this Club for a like period.

SECTION 2: Charges.

Any member may prefer charges against another member for alleged action prejudicial to the best interests of the Club or the Breed and/or failure to abide by the Constitution, By-laws, or the Newfoundland Club of America’s Ethics Guide adopted by this Club. Written charges with specifications must be filed with the Secretary, together with a deposit of $50.00 which shall be forfeited if 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 a Board Meeting.

The Secretary will also send copies of the charges to the defendant who shall have the opportunity to submit written documents to the Board. The Board shall first consider whether the actions alleged in the charges, if proven, might constitute action prejudicial to the best interest of the Club or the Breed. If the Board considers that the charges do not allege conduct that would be prejudicial to the best interest of the Club or of the Breed, or falls under the jurisdiction of the American Kennel Club, it may refuse to entertain jurisdiction. If the Board decides to entertain jurisdiction, the Secretary shall so inform the parties to the complaint and shall send one copy of the charges by certified mail together with a notice of the hearing. The
hearing shall be held at the next regularly scheduled face-to-face meeting of the Board, unless the
date of that meeting would be less than 20 days from the date of the hearing notice. In that event
or should the Board decide that such scheduling does not allow adequate preparation time to the
Board, or to either or both parties, the hearing date shall be put over until the following face-to-
face meeting. If the Board decides that meritorious charges exist, the Board shall set a date for
the hearing and shall return the $50.00 deposit to the complaining party. If the Board decides
that there is no merit to the charges, the accused will be exonerated and the $50.00 will be
deposited in the Club’s general fund. The charged party shall be personally notified of the
hearing by the Secretary.

SECTION 3: Board Hearing.

The Board shall have complete authority to decide whether counsel may attend the hearing, but
both complainant and defendant shall be treated uniformly in that regard. Should either party to
the proceeding choose to be represented by counsel, he shall so inform the Secretary no less than
30 days prior to the date of the hearing. The Secretary shall promptly inform the other party. In
no case shall the accused be denied the right to confront and examine his /her accuser, or be
denied the right to fully explain the allegations. Should the charges be sustained after hearing all
the evidence and testimony presented by the complainant and defendant, the Board may by a
majority vote of those present suspend the defendant from all privileges of the Club for not more
than 6 months from the date of the hearing. And if it deems that punishment insufficient, it may
also recommend to the membership that the penalty be expulsion. In such case, the suspension
shall not restrict the defendant’s right to appear before his fellow members at the ensuing
meeting which considers the Board’s recommendation. Immediately after the Board 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 Board’s decision and penalty, if any.

SECTION 4: Expulsion.

Expulsion of a member from the Club may be accomplished only at a meeting of the Club
following a Board hearing and upon the Board’s recommendation as provided in Section 3 of this
Article. Such proceedings may occur at a regular or special meeting of the Club to be held
within 60 days but not earlier than 30 days after the date of the Board’s recommendation of
expulsion.

The defendant shall have the privilege of appearing in his own behalf, though no evidence shall
be taken at this meeting. The President shall read the charges and the Board’s findings and
recommendations, and shall invite the defendant, if present, to speak in his own behalf if he
wishes. The eligible members shall then vote by secret ballot on the proposed expulsion. A 2/3
vote of those General Members present and voting at the meeting shall be necessary for
expulsion. If expulsion is not voted, the Board’s suspension shall stand.

ARTICLE VII. AMENDMENTS

SECTION 1. Amendments

Amendments to the Constitution and By-laws may be proposed by the Board of Directors or by
SENC Constitution and By-laws
written petition addressed to the Secretary signed by 30 percent of the voting members in good standing. The Board of Directors shall promptly consider amendments proposed by such petition. All amendments shall be submitted to the membership, inviting comment from the members. No less than 60 days and no later than 4 months after submission to the membership, the Board shall report on such proposal(s) to the Club and present the same for action.

SECTION 2: Amendment Vote.

The Constitution and By-laws may be amended by a 2/3 vote of the members present and voting at any regular meeting or special meeting called for the purpose, provided the proposed amendments have been included in the notice of the meeting and mailed to each member at least 15 days prior to the date of the meeting.

No amendment to the Constitution and By-laws that is adopted by the Club shall become effective until it has been approved by the Board of Directors of the Newfoundland Club of America.

ARTICLE VIII. DISSOLUTION

The Club may be dissolved at any time by written consent of not less than 3/4 of the eligible voting members. In the event of the dissolution of the Club, whether voluntary or by operation of law, none of the property of the Club, or any proceeds thereof, not any assets of the Club, shall be distributed to any members of the Club. However, after payment of the debts of the Club, its property and assets shall be divided among other regional Newfoundland clubs as determined by the SENC Board of Directors. Monies in the rescue account shall be transferred to another regional Newfoundland club chosen by the SENC Board of Directors that is a 501 (c) (3) Club, and has an active rescue program.
ARTICLE IX. ORDER OF BUSINESS

SECTION 1: Club Meetings.

At meetings of the Club, the order of business, so far as the character and nature of the meeting may permit, shall be as follows:

1. Meeting called to Order
2. Roll Call
3. Minutes of the last Meeting
4. Report of the President
5. Report of the Secretary
6. Report of the Treasurer
7. Report of the Committees
8. Election of New Members
9. Unfinished Business
10. New Business
11. Election of Officers and Directors (as needed at Annual Meeting)
12. Adjournment

SECTION 2: Board Meetings.

At meetings of the Board, the order of business, unless otherwise directed by a majority of those present, shall be as follows:

1. Meeting called to order
2. Roll Call
3. Minutes of last Meeting
4. President’s report
5. Secretary’s report
6. Treasurer’s report
7. Report of Committees
8. Election of New Members
9. Unfinished Business
10. New Business
11. Adjournment

ARTICLE X. PARLIAMENTARY AUTHORITY

The rules contained in the current edition of Robert’s Rules of Order shall govern the Club in all cases to which they are applicable and in which they are not inconsistent with these bylaws and any special rules of order the Club may adopt.
Constitution and By-laws Certification

The preceding Constitution and By-laws for the Southeastern Newfoundland Club contain the amendments approved by the SENC Board on January 26, 2008, was approved by the SENC membership on February 16, 2008 and was pre-approved by the Newfoundland Club of America at their January 24, 2008 Board meeting.


I certify that requirements of Article VII and Sections I and II have been met.

Chuck Fisher  
SENC Constitution and By-laws Committee Chair
1. **2020 National Specialty Update – Susan Wagner (will call in at 9:00 PM)**
   - Requests BoD approval to offer the Owner Handled Best of Breed at the 2020 national specialty
   - Report on sponsorships

2. **AKC Canine College – update from Denise Castonguay, Chair, JEC**
   
   I think costs, if any, would be minimal. I think the best place to do this would be the national where I could get someone talented like Pam Saunders or Marylou Z to video some selected dogs moving. We would only need a few, possibly 3, doing down and back and side movement. We could select winners or have a couple of national specialty winners. As for selection, the JEC could vote on 3 and present them to the board??

   I have tried to get the group/company that films at our nationals but they aren’t the most cooperative and the cost(s) could be prohibitive. Seeing as the AKC is doing this without professionals, using laymen equipment, I think we can do it ourselves but with a better eye to getting the short sequences of movement we need. We do not want dogs in the videos identified. We simply focus on movement only.

   If you really need a $$ figure, then no more than $200 at the very most. No need to fly all over the country to get this done J

   Denise

3. **TRAC**
   
   - Move to authorize TRAC to implement a pilot program of document storage utilizing Next Cloud and AWS for a free trial period through July 2020, and to coordinate with NCA committees to define uploading guidelines, naming conventions, retention protocols, start storing important documents, etc. TRAC will provide a report on usability and ongoing costs to the Board with a recommendation for continued use in May 2020.
4. Unfinished Business Item # 14.6 – Responses from Breeder’s List, Breeder’s Education & Arbitration Committees.

Breeder’s List Committee – Contract Best Practices Recommendation

To: NCA BOD
From: NCA Breeders List Committee
Date: August 2019
Re: Suggestions for Breeders’ Purchase Contracts

Medical issues

Some contracts may address specific health-related medical issue with specific guarantees. For example: Puppy is guaranteed free from genetic* ______ for ___ number of years. To take puppy back to a receive refund; buyers need to send breeder confirmation from their Vet of the health-related issue; i.e., x-ray or based on other diagnostic tool. Amount of refunds will have to be determined on an individual basis; i.e., based on dog’s medical condition & age.

* list the genetic health issues

If Buyer wants to keep the puppy, health documents should be sent to the Breeder (a set time limit should be stated in the contract). Amount of refunds to be determined on an individual basis; i.e., based on dog’s medical condition and time lapsed since the Buyer was in possession of the puppy.

All other medical issues should be addressed individually. Or noted in contract that other medical issues are not guaranteed.

In all the above issues, the refund does not exceed the purchase price of the puppy/dog.

In the contract, the breeder should indicate that any accidents, abuse or neglect to the puppy would not be covered in the guarantee.

Behavioral Issues

For Behavioral issues, a Certification from their Vet, certified dog trainer, or dog training facility that the puppy/dog has displayed behavioral problems. The breeder has the option to select a local (location of Buyer) certified dog trainer or dog training facility. The behavioral problems should be explained in detail. Buyer is responsible for the expenses of the certification.

Buyer does not keep the puppy. The amount of refund will be determined on an individual basis. In the contract, a set time limit should be stated.
Breeders Education Committee – Contract Best Practices Recommendation (received at the August 15, 2019 BOD Meeting)

The BEC makes the following recommendations regarding contracts used by Breeders List Breeders for the sale of their puppies or adults that contain clauses that requiring the euthanasia or the return of a puppy to a breeder for a refund:

- That the NCA not attempt to regulate this contract language as there are different scenarios that can occur such that the interpretation of any contract including this specific clause is not simple or black and white. There are circumstances where it might be necessary to require the return of a puppy or adult or even require it to be euthanized. These decisions should never be made lightly nor should any such clause be used to avoid the responsibility that a Breeder has for the Newfs they have produced. But these are decisions that are the right of the Breeder to make in consultation with the Owner and considering what is best for the Newf.

- All Breeders List Breeders should be required to go over the contract in detail with the buyers and at minimum discuss under what circumstances a refund or replacement will or will not be provided and the rational and requirements used to make that decision.

- The NCA should continue and increase its education of potential buyer and current owners about contracts and other things they need to be aware of and consider when choosing from which Breeder to purchase a puppy.

- The NCA should continue and increase its education of Breeders on the importance of developing and maintaining good relationships and communication with the owners of the Newfs they have produced.
Arbitration Committee – Contract Best Practices Recommendation (received at the August 15, 2019 NCA BOD Meeting)

June 27, 2019

TO: NCA BOARD OF DIRECTORS

REFERENCING: The NCA Board’s request asking the Arbitration Committee’s opinion of the contract clause requiring puppy buyers to return or euthanize the puppy in the event of a health problem.

OUR RESPONSE IS AS FOLLOWS:

This type of contract typically would require the buyer to return the puppy in order to get another puppy when available or if the buyer is lucky, receive a full or partial refund.

Our Committee considers this type of contract requirement to be unethical and cruel. It benefits no one except the breeder because the breeder knows that in almost all circumstances the puppy buyer will not return their beloved puppy and therefore the breeder sidesteps any responsibility for producing an unhealthy dog.

These types of contracts have a very negative reflection on NCA breeders. Puppy buyers are under the assumption that by choosing a breeder from the NCA Breeder’s List they are dealing with someone who is doing their best to produce healthy puppies and if there is a problem the breeder will work with them in a fair and ethical manner.

There are breeders with these types of contracts that can and do continually breed dogs consistently affected with, for example, hip and elbow dysplasia. This type of breeder knows they usually won’t have to deal with the results of these breedings in regards to puppy buyers. They are preying on the emotions of the puppy buyer. How? Because the buyers are not going to return the puppy they so dearly love along with their fear that the puppy will be euthanized.

Another area of concern is the typical 72 hour vet check usually required by the breeder upon receipt of the new puppy. While this may provide information to the owner, it does not eliminate the responsibility of the breeder for certain health conditions.

The Arbitration Committee would like to point out that since a puppy buyer usually has less knowledge of our breed than the breeder, we believe the NCA’s goal is to protect and assist the buyer in obtaining a sound Newf free of physical issues / or restrictions.

Sincerely,

Carla Gengler, Arbitration Committee Chair

Members: John Cornell, Ken Price, Pamela Jackson and Suzi Bidwell
Breeders List Reputation Improvement Proposal

Based on the complaints made about the NCA Breeders List and the comments made by the Board, by puppy seekers, and by BL Breeders in response to the questions we asked on the NCA Breeders List, the BEC is recommending some actions that should be taken. These recommendations were unanimously approved by the BEC Committee:

**Recommendations to decrease complaints submitted to Arbitration:**

- **First:** Any Breeders List Breeder who has 3 complaints lodged against them that are determined by Arbitration and / or the Board to be valid complaints found against that Breeder will be removed from the List. The determination that the Breeder will be removed will be made by the Arbitration committee and / or the NCA Board based of the records of the Arbitration committee. These records will be verified by the Committee and presented to the Board with their recommendation for permanent removal. This action will be contingent on the conclusion and final determination of any appeals on the third complaint. Note: The Breeder will have been already suspended from the list at that time based on the ‘unresolved compliant’ policy.
- **Second:** Breeders List Breeders will be required to provide the buyer with documentation of all health testing that is recommended by NCA for the sire and dam. It is NCA’s recommendation that these results be submitted to the OFA and be in the open database so a printout of the report for the dogs from OFA can be provided.
- **Third:** Breeders List Breeders are to have all puppies examined by a Board-Certified Cardiologist (Not a Practitioner) and provide a copy of the results to the buyer.
- **Fourth:** Breeders List Breeders will be required to make their puppy or adult buyers aware of the NCA Arbitration Committee, its purpose and how they can contact that Committee.

Once reviewed and approved, these should be added to the NCA Breeders List Requirements and all current and new Breeders should be required to sign the revised agreement. The updated waiver that is now on the new Breeder List application will also be on the revised agreement.
Hi Donna & Steve,

I realize this is very last minute but I am hoping that I can get these items on the agenda for the September meeting. I have added the following attachments related to the 2020 National Specialty for distribution to the BOD meeting and the three things we need answers for:

1. We are seeking approval to offer an Owner-Handled Best of Breed award. The attached details the process of selecting the winner according to the AKC rules.
2. We are seeking direction from the BOD regarding the authorization to both "live stream" and professionally video the 2020 National Specialty. The attached is the AKC policy regarding such.
3. We are seeking approval from the BOD to dedicate the 2020 National Specialty to Joanne Riley who recently passed away.

I will not be ready to update on sponsorships at this meeting. Hopefully will have great news to share at the next one! Thank you for your assistance.

Susan

AKC - Commercial Filming at Events Operational Policy.docx
15.2kB

Owner-Handled BOB.docx
14.5kB
**Commercial Filming at Events Operational Policy** (June 22, 2005
Staff Policy related to the above Board Policy)

Operational Requirements for Commercial Filming or Electronic Transmission of Events

This policy is applicable to all filming or electric transmission of events and will be used in conjunction with the Board Policy concerning Contractual Requirements for Commercial Filming or Electronic Transmission of Events.

Requirements for media crews and equipment at all events

- No lights, cameras, equipment, or personnel that are distracting or that affect the performance, health or welfare of the dogs, exhibitors and/or the judge will be allowed.
- Published judging schedules may not be delayed to accommodate filming or production.
- Filming may not obstruct the grounds, aisles, or passageways, nor disturb exhibitors, dogs, judges or, undue obstruction to spectators during any portion of the event.
- Filming or recording may not attract attention to specific exhibits or exhibitors that could afford undue consideration for specific individuals on the grounds or in the show area or ring. This includes the use of individual microphones on exhibitors. Use of individual microphones on exhibitors must be specifically described and approved by AKC.

**Trials and Tests:** The event’s chairman and judges have complete authority over the areas used for the tests or trials. As such, they have the responsibility to assure that filming will not interfere with the successful running of the event. In all cases, safety is to be a top priority and must not be compromised.
Events with Rings: No cameraperson or equipment will be allowed to be in a position to block the ring entrance or the aisles leading to the ring.

- Any equipment or lights placed inside, above or around the ring must not interfere with the normal judging procedures.
- Filming will normally be conducted from outside the ring. Limited filming may be permitted inside the Group or Best in Show ring with specific AKC approval of the position of cameras, equipment, and personnel. Cameras or cameramen must remain in a stationary position when filming in the ring. Any activity that disturbs the exhibits, exhibitors or judges will not be permitted to continue under any circumstances. Cameras filming the lineup of dogs should be done in an area outside the judging ring or from a stationary camera as the dogs enter the ring for judging. If a designated lineup area is not available or the stationary in-ring camera not suitable, a brief filming of the lineup in the ring prior to each Group and Best in Show judging may be requested. This filming of the lineup in the ring by cameramen must not exceed three minutes prior to any Group or Best in Show.
- All cameras (including boom cameras) must maintain a designated distance from the dogs at all times. This distance will be discussed and approved by AKC prior to the start of filming.
- AKC approved cameramen will be considered “show attendants” for the application of Chapter 7, Section 16 of Rules Applying to Dog Shows. “Judges are required to exclude from the rings in which they are judging all persons except the steward or stewards and the show attendants assigned to the ring and those actually engaged in exhibiting.”
- The AKC Executive Field Representative or a designated AKC liaison will be the final on-site authority concerning AKC Policy should site-specific regulatory questions arise. The Event Chairman is responsible for compliance with AKC Rules, Regulations and Policy at the event.
*Note: Editorial news coverage filming need not be published or coordinated with Event Operations, but will require permission from the Event Chairman with applicable directions and the filming limitations required by this policy
Owner-Handled Best of Breed

Determining Best of Breed/Variety

Breed judging for the AKC National Owner-Handled Series is conducted following Best of Breed judging. All eligible dogs in the BOB competition (including WD & WB) will stay in the ring after the judge makes their placements in BOB competition. The ring steward will ask all professional handlers, household members of and current assistants to a professional handler, any exhibitor that did not indicate on their entry that they were eligible for the AKC National Owner-Handled Series, and any dog no longer eligible for the AKC National Owner-Handled Series to leave the ring and then the judge will select the Owner-Handled Best of Breed. A dog being “cut” or otherwise “defeated” in the Best of Breed ring remains eligible to compete in the AKC National Owner-Handled Series. The Owner-Handled Best of Breed will be selected from the eligible exhibits based on the program procedures.

Judging of the breed for the National Specialty may determine the dog that is awarded Owner-Handled Best of Breed based on the following:

- If the Best of Breed winner of the National Specialty is eligible for the AKC National Owner-Handled Series competition, it will also be awarded Owner-Handled Best of Breed.
- If the National Specialty Best of Breed winner is not eligible for AKC National Owner-Handled Series competition and the National Specialty Best of Opposite Sex to Best of Breed is eligible, the National Specialty Best of Opposite Sex to Best of Breed will compete against the eligible exhibits of the other sex to determine Owner-Handled Best of Breed.
- If neither the Best of Breed nor the Best of Opposite Sex to Best of Breed from the National Specialty is eligible for the AKC National Owner-Handled Series competition and both the AKC Select Dog and AKC Select Bitch are eligible, the judge is to choose Owner-Handled Best of Breed from the AKC Selects and any eligible Winners Dog or Winners Bitch.
- If one of the AKC Selects from the National Specialty is eligible for AKC National Owner-Handled Series competition, excuse all eligible champions and non-regular class winners of the same sex and then choose Owner-Handled Best of Breed from the remaining eligible dogs of the opposite sex including the eligible Winners.
- If the National Specialty Best of Breed, Best of Opposite Sex to Best of Breed, AKC Select Dog & AKC Select Bitch are not eligible, the judge may choose any eligible dog that competed in Best of Breed including Winners Dog or Winners Bitch as the Owner-Handled Best of Breed.
- If no dog remaining in the ring is eligible for the AKC National Owner-Handled Series competition, Owner-Handled Best of Breed will not be awarded.
Hi Donna!

I am following up on the June 19th board minutes regarding the AKC Delegate’s report about the NCA’s possible participation in the AKC Canine College breed course(s).

To bring you up to speed, the JEC initially contacted the AKC Online Education Coordinator about the program back in November 2017. We asked what is entailed, what would be required from the parent club, and who would have final say on the content. I attended the AKC National Championship shows in December 2017 to conduct the Newfoundland breed seminar and workshops (along with Dave Helming) and took advantage of the AKC’s offer to photograph and videotape selected dogs at the show. Unfortunately, in my opinion, the AKC did not use professional photographers and videographers. I was able to view the unedited photographs taken but the AKC would not let me view the videos of movement unless I selected from the photos taken. I feel that the NCA’s judges education presentation has far better photographs and all materials we use in judges education is board approved.

In my initial contact with the AKC, I was assured (in writing) that the breed club would have the final say in the content for the online course and that the SME (subject matter expert) would approve all text, photos and movement clips to be used in the course.

See below for the questions the JEC asked of the AKC and the responses which details the AKC’s vision for the canine college courses. (Note that in reference to question #2 – the NCA JEC has provided the AKC with current JE materials and Illustrated Guide).

If the NCA would like to participate in the AKC Canine College Course, the SME should be selected from the JEC. If you have any questions and/or wish to discuss this further, please contact me.

Best,
Denise

Denise & Marc Castonguay
CastaNewf Kennels Perm Reg’d
www.castanewf.com

From: Magen Leavell [mailto:Magen.Leavell@akc.org]
Sent: November 9, 2017 11:14 AM
To: castanewf@shaw.ca
Subject: Newfoundland Club of America and Canine College

Hello Denise,

Thank you for your email. Leslie Fetzer requested I follow-up to address your questions, please see my responses below.

1. **Will all breeds (eventually) be online through the Canine College?**
   Yes, eventually all breed clubs will be contacted with the opportunity to participate and produce an eLearning course.

2. **Will each breed club be asked to provide current judges education material to be adapted to the online course?**
Yes, we ask the club provide their current Judge’s Education materials and Illustrated Standard (if available). We also request any club approved articles, links, and videos that are sanctioned by the club. Also, club approved candid photos of dogs performing their function, participating in AKC events, and demonstrating temperament should be identified to use in the course. We also interview a club identified judge and record a hands-on breed exam. In addition, we will conduct breed expert video interviews of individuals selected by the club. These interviews are used throughout the course to provide guidance and instruction to the learner on topics to include but are not limited to: history, function, detailed descriptions of the sections of the dog, coat and color, ideal movement, temperament, etc.

3. **Will the breed club work with the designated developer(s) regarding the breed content for the course?**

   Yes, before we even begin working on a course, we contact the Parent Club President, Secretary, and Delegate (if applicable) and request a representative that can serve as the Subject Matter Expert (SME). The SME will work with the Online Education Manager and the Instructional Designer to create a comprehensive breed course. It is recommended the club identify an individual who is able to dedicate between 4-6 hours per week for up to 8 weeks to answer questions, approve resources, and review content for accuracy and approval.

4. **Will the breed club have the final say in the content for the online course?**

   The SME will identify and approve the text, photos and movement clips to be used in the course as well as the materials detailed above. They will have the opportunity to review the course in sections and a final version of the course which will include all of their updates.

   Please contact me with any follow-up questions or if you would like to schedule a webinar I would be happy to share a demo of a current course with you.

Magen Leavell

Online Education Manager

8051 Arco Corporate Drive, Suite 100, Raleigh, NC 27617
t: 919.816.3774 | e: magen.leavell@akc.org
Visit our website: www.akc.org
NCA Whistle Blower Policy

The Newfoundland Club of America requires directors, officers, committee members and other representatives of the Club to observe high standards of business and personal ethics in the conduct of their duties and responsibilities. As representatives of the Newfoundland Club of America, we must practice honesty and integrity in fulfilling our responsibilities and comply with all applicable laws and regulations.

This Whistleblower Policy is intended to encourage and enable representatives and others to raise serious concerns internally so that Newfoundland Club of America’s Board of Directors can address and correct inappropriate conduct and actions. It is the responsibility of all board members, officers, volunteers and representatives to report concerns about violations of the Newfoundland Club of America’s code of ethics or suspected violations of law or regulations that govern the Newfoundland Club of America’s operations.

It is contrary to the values of the Newfoundland Club of America for anyone to retaliate against any board member, officer, representative or volunteer who in good faith, reports an ethics violation, or a suspected violation of law, such as a complaint of discrimination, or suspected fraud, suspected violation of any regulation governing the operations of the Newfoundland Club of America. A board member, officer, representative or volunteer who retaliates against someone who has reported a violation in good faith is subject to discipline-per the bylaws of the club.

The Newfoundland Club of America’s has an open-door policy and suggests that representatives share their questions, concerns, suggestions or complaints with the Newfoundland Club of America’s Board of Directors by filing the complaint in writing to the Recording Secretary of the Newfoundland Club of America. If the complaint involves the Recording Secretary of the Newfoundland Club the complaint should be filed with the President of the Newfoundland Club of America. The complaint will be handled, in executive session, by the Board of Directors. If the complaint is regarding any member of the Board of Directors that will be asked to step away from the meeting during discussion of such complaint.

The Newfoundland Club of America’s Board of Directors is responsible for ensuring that all complaints about unethical or illegal conduct are investigated and resolved. If the complaint involves a financial situation the Newfoundland Club of America’s Board of Directors will act swiftly to protect the finances of the Newfoundland of America which may include the Finance Committee, internal audit, freezing of accounts etc. until the matter is resolved.

Anyone filing a written complaint concerning a violation or suspected violation must be acting in good faith and have reasonable grounds for believing the information disclosed indicates a violation. Any allegations that prove not to be substantiated and which prove to have been made maliciously or knowingly to be false will be viewed as a serious disciplinary offense.

Reports of violations or suspected violations will be kept confidential to the extent possible, consistent with the need to conduct an adequate investigation.

The Newfoundland Club of America’s Recording Secretary (or President) will notify the person who submitted a complaint and acknowledge receipt of the reported violation or suspected violation. All reports will be promptly investigated and appropriate corrective action will be taken if warranted by the investigation.

The Newfoundland Club of America’s Whistle Blower Policy approved by the Board of Directors on {Date}. 
Agenda item. New Business.

AKC Stud Book – File forwarding requests from non-members:

-----Original Message-----
From: Judi [mailto:sweetbay@teleport.com]
Sent: Friday, June 07, 2019 6:01 AM
To: Mary L. Price
Subject: Stud Book
 Hi Mary,

I’m writing to acknowledge the help and support you have given us over the years. The information contained in the Stud Book you send us is annotated and made available to everyone as a free download on our web site. The Stud Book also provides a way for me to complete the information we use in producing “The OFA Book”. This too is available to everyone as a free download.

However, at this time, Judi and I can no longer remain NCA members. At our age, every penny counts, and we will not be renewing our membership. If you could continue to send us the AKC Stud Book pages, I could continue to produce the annotated Stud Book and the OFA Book. However, without that information from the AKC that you send us, I cannot continue producing these items, and they will cease being available to everyone.

Is there a way you could continue to send them to me?

I thank you again and wish you well,

Ellis Adler

From: Peter Maniate <petermaniate@outlook.com>
Sent: Thursday, August 8, 2019 9:29 PM
To: Mary L. Price <mlprice@mhtc.net>
Subject: RE: Database question
Hi Mary,

First some background. I received an email from Karin, a co-owner of the German database. She had been getting the AKC monthly studbook forwarded to her. However her contact informed her that he could no longer do this as he was no longer an NCA member.

I send the CKC studbook annually along with historical data to Karin and copy it to the NCA via Daniel Carr. So Karin, knowing that I was also an NCA
member, asked me if I would forward the AKC data as well. I explained that the studbook data was not sent out to every NCA member but that I would check into this for her.

Initially I was told that Karin was getting the studbook info from Ellis Adler. So I contacted Daniel Carr who has been my contact for sending CKC studbook info to the NCA. He explained that he did not have access to the monthly studbook releases and that he had no idea how Ellis got this data.

Then I found out that Ellis was getting the studbook info from you and that you got it directly from the AKC.

My question is: Can you forward the monthly studbook directly to Karin? If not, is there a way that she can access it for the international Newfoundland dog database that she and her partner maintain?

Newfondly, Peter

TRAC discussion – Aug. 19, 2019.

Verified NCA Database is not uploading AKC Stud Book files at this time.

Consensus per discussion – AKC Stud Book files should forwarded to the NCA Board and NCA Database only.

AKC response to file sharing question:

-----Original Message-----
From: studbook [mailto:studbook@akc.org]
Sent: Thursday, August 29, 2019 1:43 PM
To: Mary L. Price

Mary,

Unless they are current members in good standing and your club files on their behalf a Parent Club Member Certification form for certain files to be shared, the club cannot make any of those files available to third parties for their own database use.

We do not allow the studbook files to be shared in that way.

I attached a Parent Club member certification form to this email that describes the legal ease of sharing studbook files with current members in good standing.
Regards

Rob

-----Original Message-----
From: Mary L. Price <mlprice@mhtc.net>
Sent: Thursday, August 29, 2019 2:34 PM
To: studbook <studbook@akc.org>

Hi Rob,

A former member of our club and a Newfoundland fancier in Germany have each contacted me to inquire about obtaining the AKC Stud Book.

Should I advise them to contact you? Or is it OK to forward the AKC stud book to them each month.

Both have declared that their intended use is to maintain databases.

Thanks for your help.

Mary Price.  Newfoundland Club of America.
By signing this AKC Stud Book Certification and Acknowledgment – Parent Club Member ("Certification"), I certify that the information provided by me in this Certification is true and accurate. I certify that I am a member in good standing of the __________ club, an AKC national parent club; and that I am in good standing with the American Kennel Club. I have requested from my club access to the ________ breed portion of the American Kennel Club Stud Book Register ("AKC Stud Book") for a period of ______ month(s), and in any event not for a period of time to exceed one year. If thereafter I desire to continue to receive the AKC Stud Book, I agree to make another request and execute and deliver another Certification in the form then provided by AKC before receiving the AKC Stud Book. As a condition of use of the AKC Stud Book, I certify that I will use the AKC Stud Book for noncommercial research or scholarship purposes only; that I will not make or allow to be made any commercial, for profit, business or marketing use of the AKC Stud Book or any information from the AKC Stud Book; and that I will not, and will not allow others to, sell, trade, share, distribute, make available, make copies of, or publish in any form whatsoever specifically including, but not limited to, any electronic, email or “online” form, the AKC Stud Book or any information from the AKC Stud Book without the prior, written consent of AKC. I acknowledge that AKC is the owner of the AKC Stud Book and that I claim no rights in and to the AKC Stud Book or to any information contained therein. I further agree to credit AKC on works using the AKC Stud Book pursuant to the terms of this Certification in the following format: “Source: The American Kennel Club. Used with permission.”

I understand that AKC makes no express or implied warranties or representations with respect to the AKC Stud Book. The information is provided “AS IS,” with no warranties of any kind, express or implied. In addition, I understand that AKC makes no representation that the electronic transmission of the AKC Stud Book will be uninterrupted or error-free, and AKC will not be liable for the consequences of any interruptions or errors.

I understand and agree that AKC shall not be liable for indirect, special or consequential damages, or any loss of revenue, profits or data arising in connection with this Certification or the AKC Stud Book. I agree to indemnify the AKC, its officers, directors and employees for any loss, damage, claim or expense arising out of or related to my breach of the provisions of this Certification.

I understand that my breach of this Certification shall result in immediate and irreparable damage to AKC. I also understand that money damages may not be an adequate remedy for such breach. Accordingly, in such
event, I agree that AKC shall be entitled to injunctive relief to enforce or prevent any violation or threatened violation of this Certification. I agree that such remedy shall be in addition to and not exclusive of any other remedy available to AKC at law or in equity.

I understand and agree that any cause of action, controversy or claim arising out of or related to this Certification or as to the construction, interpretation and effect of this Certification shall be settled by arbitration pursuant to the applicable rules of the American Arbitration Association, except that equitable relief may be sought from any court of competent jurisdiction. The place of arbitration shall be New York, New York. The laws of the State of New York, without regard to provisions regarding conflicts of law, shall apply.

I understand and agree that once submitted, this Certification becomes the property of AKC. I further understand and agree that my receipt of the AKC Stud Book is not guaranteed, may be revoked at any time if given, and is subject to AKC’s sole discretion. I understand and agree that any error, omission or misrepresentation of this Certification may result in the cancellation of access to the AKC Stud Book, and/or the loss of AKC privileges. I further state that I have read and understand the contents of this Certification and have been, or have had the opportunity to be and have elected not to be, advised by counsel.

_______________________
Print Name

_______________________  _________________________
Signature Date