

## NEW ENGLAND MEOW OUTFIT CONSITUTION

### ARTICLE I - NAME

This organization shall be known as New England Meow Outfit (NEMO).

### ARTICLE II - AFFILIATION

This organization shall be a nonprofit club affiliated with The Cat Fanciers' Association, Inc. No part of any profit, dues or donations to the organization shall be used to the benefit of any member or individual.

### ARTICLE III - OBJECTIVES

The objectives of this organization shall be:

1. to increase awareness of purebred cats, the cat fancy, and CFA throughout the New England states
2. to create a friendly, respectful and collaborative environment that can nurture new exhibitors while inspiring and invigorating experienced ones
3. to promote the breeding of pedigreed cats to the standards as accepted by CFA
4. to educate the public about all aspects of both purebred and random bred cats through cat shows, other events, and, when necessary, legislative initiatives
5. to advocate democracy and good sportsmanship while seeking to discourage bullying

### ARTICLE IV - MEMBERSHIP

Persons who agree in writing to uphold the objectives of this organization shall be eligible for membership. They must also agree to utilize the telephonic and electronic communication methods the club will require to operate, as no alternative method of communication will be provided unless it is needed to accommodate a legitimate disability. The club's activity will be focused on the New England states (MA, NH, ME, RI, VT and CT) but there are no geographical restrictions on membership

### ARTICLE V - OFFICERS AND DIRECTORS

The officers of this organization shall be a president, vice-president, corresponding secretary, recording secretary and treasurer. These five individuals will comprise the Executive Board.

The Board of Directors will consist of three very senior, experienced exhibitors who will act in an advisory capacity to the Executive Board.

### ARTICLE VI - MEETINGS

Meetings of this organization may take place via teleconference and/or face to face. Frequency of meetings will be established in the By-Laws.

### ARTICLE VII - DUES

The club's fiscal year begins on April 1<sup>st</sup>. Annual dues are payable at the beginning of the fiscal year. The amount of dues shall be provided for in the By-Laws. Regular members who have failed to pay dues within 60 days of the payable date will become associate members. Associate members who have failed to pay dues within 60 days of the payable date will automatically be removed from the membership list and must reapply if they wish to remain part of the organization.

## ARTICLE VIII - DISSOLUTION

In the event of the dissolution of this organization, any property and assets shall be distributed to a nonprofit organization consistent with the policy of The Cat Fanciers' Association, Inc. In no event shall any such property or assets be distributed to any member of the organization, or to any private individual.

## ARTICLE IX - AMENDMENTS

This Constitution and the accompanying By-Laws may be amended by a two-thirds majority vote at any regular meeting of the organization, provided that the text of the amendment shall have been sent to all members one week prior to the meeting.

## BY-LAWS

### ARTICLE I - MEMBERSHIP

#### Section A. Types of membership

1. *Regular members* – Individuals who are committed to the objectives of the organization, who attend the majority of club meetings, have full voting privileges and may hold office after the first year of the club's existence.
2. *Associate members* – Individuals who are committed to the objectives of the organization but are not able to participate materially in its activities or attend meetings on a regular basis. Associate members may not hold executive office but may serve on the Board of Directors.
3. *Honorary members* - Honorary members may be proposed by the Executive Board and must be approved by a majority of the regular members. Honorary members pay no dues and are not required to attend meetings, although they are, of course, welcome to do so. Honorary members must confirm their continuing interest in being part of the club annually by notifying the Corresponding Secretary or responding to an inquiry of this nature from the Secretary. Honorary members may not hold executive office but may serve on the Board of Directors.

#### Section B. Application for membership

Applications for regular membership must be made in writing and be accompanied by one year's dues (**refundable if membership is not accepted**). They must be sent to the Corresponding Secretary prior to or in conjunction with the applicant's participation in one regular meeting. At the following meeting (which the applicant should not attend), the regular members will vote to accept (by simple majority) or reject the applicant. Unless he/she is rejected by **two-thirds** of the regular members, any applicant who is not accepted initially for regular membership will be welcomed to join as an associate member. He/she may re-apply for regular membership after six months from the initial application.

Applications for associate membership follow the same process, except that acceptance by majority vote is not required. Acceptance of an associate member is automatic unless two or more of the regular members object.

Associate members who have been part of the club for more than six months and participated materially in the production of one of the club's shows will automatically be upgraded to regular membership at the end of the calendar year in which that show takes place UNLESS they opt to

remain as associates. The Corresponding Secretary will advise such members of their potential change in status each December when the club's annual list of members is compiled for CFA. Any such members who do wish to remain Associates must inform the Secretary accordingly so that their membership level can be accurately recorded for the year. For those members who do upgrade, dues will be due at the regular member level in the following year.

## ARTICLE II - MEETINGS

### Section A. Regular Meetings

Regular meetings shall be held monthly by teleconference unless changed by a majority vote of the membership. The date and time of each regular meeting shall be determined by the Executive Board and announced via the club's email list. If feasible, two face-to-face meetings should be held each year.

### Section B. Annual Meeting

The annual meeting for the election of officers, directors, and the CFA delegate shall be held as soon as feasible after the beginning of the fiscal year.

### Section C. Special Meetings

Special meetings may be called at any time by the President OR by the Board of Directors.

### Section D. Quorum

Four charter or regular members and two officers shall constitute a quorum for the transaction of business.

## ARTICLE III – ELECTIONS

### Section A. Balloting

The officers, board members, and delegate to The Cat Fanciers' Association, Inc. annual meeting shall be elected at this organization's annual meeting or via an online election. The Corresponding Secretary will be responsible for tallying ballots while maintaining confidentiality.

### Section B. Nominations

Nominations for office must be made prior to the annual meeting. They can occur via the club's email list or at the teleconference meeting prior to the annual meeting. Each nomination must be initiated by a regular member but may be seconded by either a regular or an associate member.

### Section C. Vacancy

If a vacancy occurs in any office, the Board of Directors shall appoint a replacement from among the regular members for the balance of the term.

## ARTICLE IV - DUTIES OF OFFICERS

### Section A. President

1. shall serve as chief executive officer and conduct all meetings,

2. shall appoint committees as needed,
3. shall serve as ex officio member of all committees.
4. shall serve as co-moderator of the club's email list (see Corresponding Secretary)
5. shall prepare an agenda for every meeting and transmit to members prior to the meeting
6. together with the Corresponding Secretary, shall have responsibility for managing and facilitating communication between members

#### Section B. Vice President

1. shall perform the duties of the president in the absence of the president.
2. shall handle special projects that do not fall easily into the responsibilities of the other officers

#### Section C. Corresponding Secretary

1. shall be the official point of contact between the club and CFA, passing on all CFA communications to members and conveying club information to CFA as required by the CFA constitution
2. shall have responsibility for managing and facilitating communication between members (together with the President).
3. shall maintain a list of current members and manage and moderate the club's official email list.
4. shall work with the President to manage the mechanics of the club's annual elections, devising appropriate online methods if/when needed

#### Section D. Recording Secretary

1. shall keep minutes of all meetings in a format that is accessible to all members
2. shall submit the minutes of the previous meeting for member approval at the beginning of each meeting
3. shall assist the Corresponding Secretary with the management and recording of elections and polls as needed

#### Section E. Treasurer

1. shall have primary custody of all moneys of the organization,
  2. shall keep records of the sources of contributions, expenditures, and receipts
  3. shall open a bank account and a PayPal account in the name of the organization.
  4. shall track dues paid by each member and keep the Corresponding Secretary informed of each member's status.
- The Executive Board may appoint one or more assistants to the Treasurer who have bookkeeping and/or other financial expertise to help ensure that budgets, show reports, etc. are promptly and appropriately handled.
  - One regular member (who need not be a member of the Executive Board) will be a co-signer on the club's bank account in order to help safeguard the club's funds.
  - *No member of the Executive Board is empowered to make material decisions on behalf of the club unilaterally. Standard club practice is for substantive decisions to be discussed and voted on at monthly meetings. If a decision is required on a time-sensitive issue that cannot wait for the next meeting, the Executive Board should be polled via phone or email and the proposed resolution of the issue approved by simple majority. In an emergency situation, at least one other officer or one of the Directors must be consulted and agree to the proposed resolution.*

## Section F. Board of Directors

1. Will maintain awareness of club matters by having at least one Director participate in all teleconference meetings. That Director will then brief the others on any significant issues as soon as appropriate.
2. Will act in an advisory capacity to the Executive Board and is encouraged to offer procedural or other suggestions to the Board as a whole or to any individual Board member as it deems appropriate.
3. Will have responsibility for disciplinary matters as discussed in Article VI. Will also have the capacity to offer an independent (i.e. exclusive of the Executive Board or club proper) opinion and/or recommendation directly to the Regional Director or CFA Protest Committee in the event of any conflicts within the club that cannot be resolved internally.

## ARTICLE V – DUES

1. The annual dues of this organization for charter/regular members will be \$30 per individual or \$45 per family (two or more adults at the same mailing address)
2. The annual dues of this organization for associate members will be \$20 per individual or \$35 per household.
3. Honorary members shall pay no dues but must annually confirm their interest in remaining part of the club at the time when dues are payable.

## ARTICLE VI – DISCIPLINE

### Section A. Enforcement

It shall be the duty of the Board of Directors to enforce the Constitution and By-Laws of this organization. The Board may reprimand, suspend or expel from membership any person who, after a fair hearing is found guilty of conduct detrimental or harmful to this organization, or the welfare of cats or the cat fancy.

### Section B. Procedure

All charges must be made in writing and a copy of the charges shall be furnished to the accused at least 10 days prior to the hearing date. The Board may conduct a hearing itself or appoint a committee to conduct the hearing. The decision of the majority of the Board or the committee shall be binding on all parties.

## ARTICLE VII – AMENDMENTS

The By-Laws may be amended as provided for in the Constitution.