

Lagotto Romagnolo Club of America, Inc.

Policy and Procedures Manual

(Adopted August 12, 2018)

Updated through February 7, 2020

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<u>LRCA, INC.,</u>

POLICY AND PROCEDURE MANUAL

I. MISSION, BYLAWS, AND ARTICLES OF INCORPORATION

A. Mission Statement

The Lagotto Romagnolo Club of America, Inc. was organized in 2007 by Judith Martin and a group of people with a common interest, the Lagotto Romagnolo. The original name of the club was the Lagotto Club of America. Romagnolo was added to the name by vote of the membership in 2014. The original mission, objective and purpose of the club has not changed; to promote cooperation and friendship among the breeders and owners of Lagotto Romagnolo and to encourage high standards in breeding, training and showing in the field and in the show ring. The Lagotto Romagnolo Club of America further shall work to preserve and protect Lagotto Romagnolo in the United States, and provide research assistance, guidance and direction to all who are interested in the welfare and advancement of the Lagotto Romagnolo.

B. Certificate of Incorporation and Bylaws

See Exhibit A for a current copy of the Certificate of Incorporation and Bylaws.

C. IRS, Logo, Trademark

Refer to Section IV, paragraph "E", Intellectual Property

II. GOVERNANCE AND ADMINISTRATION

A. Annual Meeting/Annual Report

The Annual Meeting of the Club will be held between the months of February and May, in conjunction with the National Specialty whenever possible. The place, date and hour will be designated by the Board of Directors.

Written notice of the Annual Meeting shall be sent by the Recording Secretary (electronic mail or USPS) to each member at least 30 days prior to the date of the meeting.

The quorum for the annual meeting shall be 10 per cent of the voting members in good standing.

B. Annual Meeting Rules

The Board may propose rules prior to the annual meeting. Rules must be adopted by a 2/3 vote of a quorum membership.

C. LRCA Officers

Refer to the Bylaws for duties.

1. President

The President presides at all meetings of the Club and Board; possesses all duties and responsibilities normally appurtenant to the office of President; shall call special meetings when warranted; and shall designate the time and place of Board meetings. The public-relations contact to AKC will be the President.

Please refer to the Bylaws for more information regarding the President's duties.

President's Award: The President's Award is meant to provide a special "thank you" to members who have so well served the LRCA and/or the breed during the year that some public acknowledgment is in order. This award is presented at the prerogative of the President. The President solely determines the number of awards to give in any year and may elect not to give any awards. In order to preserve a record of these recipients for posterity, these awards will be presented at the Annual Meeting and therefore recorded in the minutes.

2. Vice President

The Vice President shall have the duties and responsibilities of the President in case of the President's death, absence, or incapacity. Please refer to the Bylaws for more information pertaining the Vice President's duties.

3. Recording Secretary

The LRCA Recording Secretary shall keep a record of all meetings and official business of the Club and Board including, but not necessarily limited to: being responsible for all communications among members of the Board; be responsible for all communications from the Board to the membership; notify members of meetings; prepare and provide an agenda to Board members prior to Board meetings; prepare meeting minutes and forward them to the Board for approval. The Recording Secretary shall also keep a record of the following communications: Board e-mail votes, minutes, and communications to and from the Board to the Delegate, membership, non-members, and outside entities. The Recording Secretary may also keep other records as may be designated by the Board in the future.

Recordings, notes, etc., from LRCA meetings are only for the use of the Recording Secretary for preparation of meeting minutes. After the minutes are submitted to the Board, the Recording Secretary, or their designee, will send the draft copy of the meeting minutes to the Website Committee for posting on the members section of the Club's website. Thereafter, any tapes, notes, etc., from such LRCA meetings shall then be destroyed. Executive session portions of meetings are not taped.

Refer to the Bylaws, as well as Robert's Rules, for more information regarding the Recording Secretary's duties, correct preparation and presentation of minutes, etc.

4. Corresponding Secretary

The Corresponding Secretary has charge of all correspondence from and to the public; has charge of all correspondence to the membership which does not originate from an official action of the Board; and shall provide and forward to the Recording Secretary all matters which require being recorded in the permanent Club records. In addition, the Corresponding Secretary is the contact person for any changes to the Club website. The Corresponding Secretary is a liaison to the AKC.

Refer to the Bylaws for more information regarding the Corresponding Secretary's duties.

5. Treasurer

The Treasurer shall collect and receive all monies due or belonging to the club and shall deposit monies in appropriate financial institutions approved by the Board; maintain books to be open to inspection of the Board; report to the Board at every meeting the condition of the Club's finances, submit a profit and loss/cash flow statement and balance sheet and bank reconciliation shall be submitted at every meeting of the board; render an account of all monies received and expended during the previous fiscal year at the Annual Meeting; and be bonded for in such amount as the board of directors shall determine.

The Treasurer shall pay all bills submitted for reimbursement and approved by the board. The Treasurer shall have authority to issue payment for club expenses of less than \$250.00. If the Treasurer has questions regarding any submitted bill(s), the bill(s) so questioned will be referred to the entire Board for consideration. The President shall be a signatory to the Club's bank accounts along with the Treasurer. Any individual receiving funds on behalf of the LRCA shall be required to remit said funds in a timely manner to the Treasurer unless they have received prior permission from the Treasurer to handle said funds under different and non-conforming terms.

The LRCA will purchase and maintain indemnity/liability insurance for all Board officers. It is the Treasurer's responsibility (using Club monies) to obtain such insurance. In addition to checks, PayPal, credit and debit cards are accepted by the LRCA for payment of fees as approved by the Board.

Please refer to the Bylaws and Robert's Rules for further descriptions of the Treasurer's duties.

D. LRCA Board of Directors and Duties/Responsibilities

1. Board of Directors

Refer to the Bylaws in addition to the below sections.

The Board shall be comprised of the President, Vice President, Recording Secretary, Corresponding Secretary, Treasurer, and four other persons, all of whom shall be members in good standing and who are residents of the United States. The AKC Delegate is a non-voting member of the Board. The Immediate Past President serves as advisor to the Board for a one year term but does not vote. The Delegate and Immediate Past President do not count in determining a quorum. Please refer to the Bylaws for more information regarding the Board and its duties.

Any business conducted outside of actual Board meetings (i.e., phone polling or mail polling of the Board) must be reported by the Recording Secretary (or designee) in the minutes of the next board meeting. Meeting minutes shall be posted to the LRCA website.

Letters sent/addressed to the Recording Secretary (or any other officer) by Club members may be accepted as official business for the Club records and agenda(s) if sent by either e-mail, facsimile, U.S. mails, overnight servers (e.g., Federal Express, UPS, etc.), or by personal delivery. Petitions for nomination or petitions requesting board action must be sent via first class mail to comply with the bylaws.

Any correspondence to a Board member from a club member regarding club business must be forwarded to the Board within <u>three</u> business days of receipt.

All Board members' reports shall be submitted, in writing, for inclusion in agenda packages.

2. Delegation of Duties

LRCA Directors and Officers may be assisted in their roles and duties by LRCA members and qualified non-members as approved by majority vote of the Board.

3. Ad Hoc and Special Committees

The Board may appoint ad hoc or special committees to aid in any LRCA-related activity (e.g., nominating committee, publications, budget or other administrative work), and they are created according to the guidelines (if any) in the Club's Bylaws. An ad hoc committee may be terminated by a majority vote of the full Board.

4. Board Meetings

Club members may listen in on teleconference Board meetings.

Copies of meeting recordings, notes, etc., are for the use of the Recording Secretary only. Meeting recordings, notes, etc., shall be destroyed after the minutes are approved by the Board. Executive Session portions of meetings are not recorded.

Minutes, committee reports, and agenda will be posted to the LRCA website Members only section.

If a committee needs to share information of a sensitive or confidential nature with the Board, the committee should provide that information to the Board in separate correspondence from the committee report.

5. Telephone Board Meeting Rules

The agenda will be as prescribed by the LRCA Bylaws. The agenda, as prepared in advance by the Recording Secretary (or its designee), will be strictly adhered to. All reports and motions must be submitted, in advance, to the Recording Secretary (or its designee) and placed into the agenda. The Recording Secretary will mail or e-mail all pertinent materials to the members of the Board in advance of the scheduled meeting.

6. Executive Session Policy

Please refer to Robert's Rules for regulations pertaining to executive sessions (e.g., public reporting requirements for executive session votes, etc.).

7. Travel Expense Policy

Prior approval is required for travel expense reimbursement. Mileage reimbursement is payable at the IRS rate for non-profit corporations, currently \$0.14 per mile.

8. Club Ballot Counting Procedures

Balloting in Club elections and on amendments to the governing documents of the Club shall be carried out by an independent agent or Board designated inspectors. Please refer to the bylaws for regulations.

9. Calendar Order of Deadlines

For a list of current LRCA deadlines, please refer to the List of Exhibits. The PPM Coordinator shall be responsible for updating the Calendar of Deadlines and providing an updated Calendar to the Board as well as having it posted on the Club's website in the Members Only area (requires login).

10. Robert's Rules of Order

Robert's Rules of Order Newly Revised, shall govern the proceedings of the LRCA except in such cases as are covered by the Bylaws and/or special rules adopted by the LRCA.

III. THE BOLLETTINO

A. The Breed Publication

The Bollettino is the LRCA'S breed publication, and it is published four times per year. A disclaimer shall be listed in each publication stating that published articles are the opinion of the author(s) and are not LRCA opinions of the LRCA. The Editor reserves the right to

refuse and/or edit material. Reproduction of photos and editorial is forbidden without permission from the Editor.

B. Guidelines and Policies

The newsletter may include, in addition to other appropriate topics as space permits, a President's Message, Editor's Message, as well as summary financial reports, board and Annual Meeting minutes, and such summary committee reports as the board provides. Advertising policy may be included if space permits.

The editor of The Bollettino shall have the responsibility to determine the appropriateness of any material submitted for publication.

Non-club supported activities may have a free listing (date and place) in the events section, and may also have a paid ad.

Any club member's "for profit" event or product may be written about if a paid ad is included. Content will be approved by the Board and the Editor.

New, non-competing event or activity may be included in the newsletter with approval from the Board and the Editor, based on how it might compliment our club, dogs, and membership.

LRCA members may write and submit articles about events they host or participate in, after the event has taken place.

C. Advertising Policy

- The current advertising rates may be obtained from the Bollettino editor.
- Advertising rates for non-members will be 20% higher than the current rate for members.
- If the advertiser offers 10% or more of sales back to the club, which would be considered "supported", the ad fee may be waived. *Board approval 12-7-2014*

IV. MISCELLANEOUS POLICIES

A. Alcoholic Beverages at Club Events

Any alcoholic beverages served at club functions will be paid for by the consumer and not with Club funds.

B. Donation Policy

C. Information Sharing

The LRCA will not share or sell members' personal information with any other entities unless approved by the Board of Directors. However, a list of the Club's members' names must be provided to the AKC on an annual basis.

D. Insurance

In addition to the Treasurer, any officer, director, or Club member handling club finances shall be covered by the Club's fidelity insurance if required by the Board of Directors. The expense shall be borne by the Club.

The LRCA will purchase and maintain \$1,000,000/2,000,000 indemnity/liability insurance for all Board officers. It is the Treasurer's responsibility (using Club monies) to obtain such insurance.

E. Intellectual Property

To promote its identity and activities, the LRCA has obtained, or may in the future obtain, copyrights including exclusive rights to various works of expression (including writings, graphic/fine arts, audio/video recordings, photography, and software) and trademarks for distinctive words, logos, and symbols.

Currently, the LRCA has exclusive rights to use of all items that have been trademarked by the Club:

1. The LRCA Logo(s), which shows a Lagotto Romagnolo head, in breed standard trim, looking either right or left, and includes the Club name. The LRCA also owns the copyright on the Logo, having received the Assignment of Copyright from the artist;

2. The Derivative LRCA Logo, which shows the same Lagotto Romagnolo, in an arch format.

3. The name, "The Bollettino," which is the name of the Club's newsletter.

The LRCA believes it is important to enforce its rights to its intellectual property and will pursue aggressively any acts of infringement. Use of such property without the expressed written consent of the Board is prohibited. Any Club member alleged to have infringed LRCA intellectual property may be subject to the LRCA's disciplinary procedures. Any use of the LRCA logo must include the logo in its entirety.

LRCA Constitution, Section 5: The use of the LRCA emblems or names in any form of advertising by any member or group of members is prohibited, except by the Club itself, with the approval of the Board of Directors.

The breed standard is copyrighted in the AKC's name.

F. Internet Services

G. Mailing of Time-Sensitive Material

LRCA policy regarding time-sensitive mailed items shall be as follows: Time-sensitive items will be postmarked by a certain date versus received by a certain date unless a "received-by date" is specified in the LRCA Bylaws.

H. Rescue

The LRCA supports the mission of the Lagotto Romagnolo Dog Rescue, Inc. (October, 2019)

V. MEMBERSHIP POLICIES

A. Code of Ethics

The purpose of a Code of Ethics is to identify an ideal standard of behavior deemed ethical and desirable. The Code of Ethics is a separate document voted on by the membership and not a section within the Bylaws.

The LRCA Code of Ethics is in the List of Exhibits.

B. Membership Committee

Responsibilities

Volunteers on the Membership Committee manage the membership records of the club, which include but are not limited to maintaining the online membership database, notification letters to new Associate members, and assist in the preparation of mailing lists for approved club mailings.

Specific Duties

- Receives and processes membership applications and renewals.
- Manages the online membership database that includes but is not limited to name/address accuracy.
- Receives change of address notifications from members and/or return address notifications by the US Postal service and makes the needed updates to the online database.
- Sends notification letters to new Associate members.
- Prepares mailing lists for approved club mailings.
- Provides new Associate, Foreign and Junior member applications list to Recording Secretary.

Qualifications

• Desired qualifications include good oral and written communication skills, strong organization skills, ability to work independently, but also as a team member.

- Proficiency with Microsoft Excel that includes pivot tables and formulas.
- Experience with Microsoft Word, Publisher, and Outlook.
- Knowledge of the Wild Apricot system will prove invaluable in your volunteer work

C. Membership Renewal Policy

Per the Bylaws, during the month of December, the Membership Chairperson shall send to each LRCA member a statement of his/her dues for the ensuing official year. Dues shall be payable on or before the 31st day of January of each year. Any LRCA member whose dues are unpaid as of March 1 shall automatically be terminated as a Club member and must reapply for LRCA membership as an Associate Member.

After being an Associate Member for a period of one year, an individual shall be eligible to apply for the status of Voting Membership. Please refer to the bylaws for details on applying for Voting Membership.

Associate Members may serve on LRCA committees.

"Member Not In Good Standing" is defined as someone who (1) has been convicted of animal abuse or neglect charges in any jurisdiction; (2) is not in good standing with the AKC; (3) has received a final reprimand for misleading advertising; (4) has had a grievance filed against them that was upheld by the LRCA; (5) has an outstanding bill to the LRCA for 90 days or more; or (6) has been expelled from the LRCA. The Membership Chair shall maintain a list of members not in good standing and shall present an updated list to the Recording Secretary and the Treasurer. The list will also be provided to the Board upon request

D.Membership Identification and Numbering System

The LRCA website is member-driven. Each member is automatically assigned a membership number. That number is included in each membership report.

VI. LRCA COMMITTEE/VOLUNTEER POLICY

A. Committee Formation

Committees are formed to assist the Board in furthering the work of the LRCA. Please review the Bylaws for additional information about committees.

List of Committees/Chairs/Members: A list of the current committees, chairs, and members is available on the Club's website at <u>www.lagottous.com/page-18077</u>.

Chair: The Board appoints the Chair of all committees.

Standing Committees: There shall be Standing Committees to advance the breed in healthrelated areas as well as committees to deal with breed conformation and performance events such as dog shows, agility, obedience/rally trials, truffle trials, and other areas which may well be served by a committee.

Ad Hoc and Special Committees: Special committees may also be appointed by the Board to aid in any LRCA-related activity such as publications, budget, or other administrative work that benefits LRCA-related projects or business.

Reports/Authority: Each committee shall make reports to the membership on an annual basis, with regular reports to the Board when requested. Committees shall always be subject to the final authority of the Board.

Club Materials: Each current and past Board and committee member shall create a list of all Club materials in their possession and shall file such list with the Recording Secretary and the Board.

B. Board Review/Appointment

Unless otherwise noted in this Manual, the Board shall review the viability of each committee at least annually (or more frequently at its option), reassess the effectiveness of each committee's members and chair and, at the Board's option, elect to disband the committee or reappoint/appoint a chair and (some or all) members for each committee. Refer to the bylaws for procedure on committees.

C. Committee Chair Responsibilities

All Committee Chairs must be LRCA members in good standing. Besides those responsibilities listed elsewhere in this document, committee chairs are responsible for:

Reporting to LRCA Board: Any committee, upon request by the Board, shall submit reports to the Board. Committee reports will be included in the Board minutes with the exception of the Annual Report that includes the individual committee reports. If a committee needs to share information of a sensitive or confidential nature with the Board, the committee should provide that information to the Board in a separate correspondence from the committee report.

Policy Adherence: Ensuring that both they and their committee members adhere to the policies herein.

Share Information: Distributing in their entirety all written opinions and ideas submitted by committee members on issues requiring decisions/actions to all other members of the committee.

Annual Review: Committee chairs shall provide timely or, at a minimum, annual updates to the LRCA website content so that the most current information is readily available to the Club and public.

D. Annual Report/Goals/Budget

Committee chairs shall submit an annual report to the Recording Secretary at least two weeks prior to a scheduled LRCA Annual Meeting (which is generally held in conjunction with the National Specialty). Each annual report shall contain a summary of the year's activities, upcoming goals, and projected funding needs for the upcoming year.

E. Volunteer Recruitment

In order to recruit volunteers, notice will be given to the membership of any new committees to be formed or of any vacancies on existing committees. The Board will appoint committee members depending on the nature of the committee and the work to be accomplished. Committee openings may be published in The Bollettino, on social media, and/or on the LRCA website. Postings on the LRCA website will remain open for a reasonable length of time from the initial posting. All volunteer applications will be sent to the Board.

F. Volunteer Procedure and Form

Any LRCA member desiring to volunteer for a committee(s) shall notify the chair of the committee they are volunteering to serve or to the board by contacting the Recording Secretary. Volunteers for a committee with no openings will have their forms kept on record by the Recording Secretary and Committee Chair so that they may be considered for a position on that committee when an opening becomes available. Copies of applications will be maintained in the LRCA cloud account.

G. Committee Appointment Considerations

Appointments to committees shall be based upon factors such as other LRCA committee commitments, available time, experience, background, knowledge, and geographic considerations.

H. New Committees

A motion to create a new committee must be approved by a two-thirds majority vote of the full Board.

I. Website Committee

The mission of the LRCA Website Committee is to create and maintain a LRCA website that provides in-depth, accurate information about the Lagotto Romagnolo breed, the Lagotto community, and the LRCA. In addition, the LRCA website will provide information and links to other important Lagotto-related sites including, but not limited to, the LRCA National Specialty, and the Lagotto Discussion Lists and other organizations that support the LRCA.

Goals for the LRCA website include:

- Supporting the objectives of the LRCA as documented in the LRCA "Certificate of Incorporation"
- Providing educational information about the Lagotto Romagnolo.

• Serving as a resource for LRCA members and the Lagotto community

The content of the LRCA web site shall be provided by LRCA Officers, Committee Chairs and Committee Members.

The Members-only section of the LRCA website is member-driven. LRCA members are obligated to see that their profiles contain the correct contact information.

Whenever there is a discrepancy between information shown on the LRCA website versus the LRCA Policy and Procedures Manual, the Policy and Procedures Manual shall be considered the authoritative source.

There will be a Board liaison to the LRCA website, who shall be a current LRCA Board member and who is appointed by the Board to coordinate with the Website committee as needed.

J. Resignation

Anyone wishing to resign from a committee must send written notice to the current LRCA Recording Secretary and Committee chair. Resignations may be submitted via e-mail.

K. Removal from Committee

A committee may be disbanded by majority vote of the full membership of the Board.

Any committee appointment may be terminated by a majority vote of the full Board upon written notice by the Re cording Secretary to the appointee. The Board may appoint successors to those persons whose services have been terminated.

A Committee Chair does not have the authority to remove a member from a committee, but the Chair may recommend to the Board that a member be removed, and the Board makes the final determination if such member shall be removed from the committee upon a motion approved by a majority vote of the full Board.

L. Internet Use/Online Survey Tool

All committee members responding to questions posted on any Internet list or sent to a committee member(s) privately shall respond in a non-derogatory, factual manner. Any committee member(s) who is unable to answer a question shall refer the question to the Board for further action.

The LRCA holds a subscription to an online survey tool. Any committee has the option to utilize this tool as part of the Club's subscription. The tool offers a variety of question types and methods of delivering surveys. You may choose to open the survey up to a web link or e-mail it to a core group. Delivery method would be determined by the focus of your survey and the target audience.

M. Medical Reference Requirements

Any health committee chair or member may provide medical information on treatments and/or procedures to owners and/or breeders requesting such information about a disease. This information must be given by reference from journal articles through a medical or veterinary library, or from the Internet. Those references do not require the approval/permission of the author, as this is public information and may be shared without permission. Specific medical information provided that is not of a public nature, as noted above, and comes from private sources, must have the written permission of the veterinarian/researcher/author, prior to the sharing of such information.

N. Committee Chairs Presenting Reports to the Board

In order to expedite the exchange of information the Committee reports will follow the established format as sent in the call for reports. If filed timely, it is not necessary for the committee chair to read a report in full.

O. Procedure for Mailing LRCA Records

To assist in lessening the chance of LRCA records being misplaced in transit during committee changeovers, Board changeovers, or whenever important records are exchanged, it shall be required that this type of record be hand-delivered to the proper person or sent (USPS First Class or Priority mail) in such a way that there is a receipt and method for tracking the material.

The annual reports will be made available on the Club's website and are supplied to members at the Annual Meeting at no expense to the receiving member. Any member who would like a set of reports distributed at the Annual Meeting may request a copy of same by forwarding to the Recording Secretary a self-addressed, stamped envelope along with a written request.

VII. BREED-RELATED COMMITTEES AND PROJECTS

A. AKC Breed Standard

The AKC accepted the first FCI translation of the Breed Standard when the breed was admitted to the Foundation Stock Service in 2001. It was reformatted and updated at the request of the AKC in 2012. This Breed Standard was approved by the AKC on November 20, 2012, to be effective January 1, 2013

Changes to the Breed Standard may be proposed by the Board or by membership petition. In the event of the latter, a petition signed by 20 percent of the voting members in good standing must be filed with the Recording Secretary before the LRCA Board can consider and present it to the membership.

After the Breed Standard has been approved by the AKC Board, there is a five year moratorium on breed standard revisions, to apply from effective date to effective date.

The Breed Standard is copyrighted in the name of the AKC. It is a part of this manual and can be found in the List of Exhibits.

B. Illustrated Breed Standard Committee (Ad Hoc)

C. Judges' Education Committee (JEC)

The LRCA Judges Education Committee is dedicated to providing quality educational resources to AKC judges and prospective judges of the Lagotto Romagnolo.

D. Grooming Guide

VIII. HEALTH COMMITTEES AND PROJECTS

The Health Committee shall hold regular meetings as needed. The committee will research health areas of importance to our breed. The committee will strive to educate our breeders and work in conjunction with the Education and Breeder Development committees to present information (such as webinars, etc.) to our breeders and to the public.

The chair, or designated committee member, will provide reports to the Board monthly and will attend board meetings as often as possible.

The committee will review health tests annually, review information from health professionals as it relates to our breed, and work with the Breeder Development Committee to provide information for breeders and for the public.

A. CHIC Liaison

The CHIC Liaison is a member of the Health committee. Their primary function is to update the club website with breeders providing CHIC numbers.

B. Health Information Coordinator

The Health Information Coordinator is the liaison with AKC and responds to health questions from the American Kennel Club. S/he will also be the resource for questions from the general public on Lagotto health.

C. Health Testing Policy for LRCA Breeders' Program Participation

The acceptable proof of testing for listing in the Breeders Listing program on the LRCA website shall be the breeder's participation in the CHIC program. Proof of participation will be a CHIC number of a Lagotto owned by the breeder. Potential buyers will be educated via the club website on how to use the information provided to find a suitable breeder.

D.Canine Health Foundation (CHF) Liaison

The liaison to the AKC Canine Health Foundation is not necessarily a member of the Health committee, but is preferably a member of the board. Their duty is to update the membership with the latest news from AKCCHF.

E. Genetics and DNA consultants

Consultants are not required to be members of the Health committee. They will answer committee questions and provide direction on health issues that may affect the breed.

IX. GENERAL COMMITTEES AND PROJECTS

A. Archivist/Historian

B. AKC Delegate

The AKC Delegate shall be appointed by the Board of Directors every three years or whenever a vacancy exists, and shall serve as a non-voting member of the Board. Among other duties, the Delegate shall report to the Club all actions and matters discussed at AKC's quarterly Delegate meetings. The Delegate shall follow all specific voting instructions, if any, designated by the Board of Directors.

C. Breeder Development Committee

Mission and Scope: The mission of this committee is to benefit the future of the Lagotto Romagnolo by providing informational resources and educational support to all LRCA members interested in breeding Lagotti. Committee goals are: (1) To promote knowledge of and breeding to the AKC approved breed standard; (2) to promote quality and integrity in all aspects and issues regarding breeding, care, rearing, placement and continuing breeder responsibility to the purebred Lagotto; and (3) to promote open communication in regard to continuing development and support for more informed, responsible, committed and ethical breeding practices.

Committee Scope: (1) Offer informational resources regarding breeding Lagotto for LRCA members; to always foster an open, non-judgmental, and unbiased dialogue among breeders, the committee and the Board that encourages member growth, participation and information dissemination to those members interested in breeding; (2) develop and provide programs for breeder development and education to assist members in understanding breeder responsibilities, ethics, and issues; (3) promote educational development and more informed breeding choices by supporting study of the AKC approved Lagotto Romagnolo standard, pedigrees, health, and temperament issues; (4) respect the breeder/owner relationship; (5) direct issues better served by veterinary guidance to veterinary counsel; (6) encourage participation in LRCA health testing recommendations and participation in the CHIC program and the LRCA Breeder Listing Program; (7) attempt to provide, coordinate and host an annual breeder educational conference at the National Specialty; (8) when possible, record, maintain and coordinate a library of all annual educational conferences on DVD (topics will benefit both the novice and experienced breeder); (9) designate committee member(s) to obtain continuing education from outside conferences or breeding seminars with Board approval (attendees' responsibilities will be to provide a summarized report of seminars to the Board, the Breeder Development Committee, and to the membership); (10)

continually update and maintain educational information for the membership with the inclusion of Bollettino articles (Board pre-approved articles shall be placed on the website and rotated on the site quarterly and then, eventually, placed in the archives), a page on the LRCA website, and provide additional informational resource materials as needed to benefit novice and experienced breeders alike.

Size and Composition: This committee will have four members and one chair. Responsibilities for each committee member will be conference organizers, information resource development, educational material research, and educational columnist.

Educational Plan Outline: Develop an educational strategy for the membership by offering breeder-related educational presentations at the Annual Breeders' Educational Conference in conjunction with the National Specialty.

Development of other educational resource documents, articles or pamphlets may include: (1) Ethical considerations and making the decision to breed or not; (2) study of the written standard; (3) understanding the importance of developing a breeding plan; (4) understanding phenotypes and genotypes; (5) analyzing pedigrees; (6) the value of health testing and mentoring prior to breeding; (7) care and responsible management of stud dogs and dams; (8) puppy rearing, puppy evaluations and placements; (9) whelping equipment; (10) the lifetime responsibilities of a breeder throughout puppies' lives; (11) recovering from breeding failures; (12) basic contracts as well as other breeder-related issues; (13) provide and maintain a list on the Breeder Development page on the LRCA website for breeder related helpful books, AKC website links, and DVDs of available reading and video materials.

D. Bylaws Committee

The Bylaws Committee is an ad hoc committee. When requested the committee provides periodic reviews of the bylaws and makes recommendations to the Board.

E. Website Committee

The mission of the LRCA Website Committee is to create and maintain a LRCA website that provides in-depth, accurate information about the Lagotto Romagnolo breed, the Lagotto community, and the LRCA. In addition, the LRCA website will provide information and links to other important Lagotto-related sites including, but not limited to, the LRCA National Specialty, and the Lagotto Discussion Lists and other organizations that support the LRCA.

Goals for the LRCA website include:

- Supporting the objectives of the LRCA as documented in the LRCA "Certificate of Incorporation"
- Providing educational information about the Lagotto Romagnolo.
- Serving as a resource for LRCA members and the Lagotto community

The content of the LRCA web site shall be provided by LRCA Officers, Committee Chairs and Committee Members.

The Members-only section of the LRCA website is member-driven. LRCA members are obligated to see that their profiles contain the correct contact information.

Whenever there is a discrepancy between information shown on the LRCA website versus the LRCA Policy and Procedures Manual, the Policy and Procedures Manual shall be considered the authoritative source.

There will be a Board liaison to the LRCA website, who shall be a current LRCA Board member and who is appointed by the Board to coordinate with the Website committee as needed.

F. Ethics Committee

The LRCA Board serves as the Ethics Committee and acts in accordance with Article VI of the Bylaws when a complaint is received.

G. Nominating Committee

Appointed by the Board, this committee acts in strict accordance with the LRCA bylaws, Article IV, Section 4.

H. Policy and Procedure Manual Coordinator

The mission of the coordinator is to maintain a document that summarizes past and current LRCA policies that provide a historical overview of all policies enacted by the LRCA. Issues related to phone, fax, e-mail, and in-person meetings, as well as scheduled reports, shall be included in the Manual. The ongoing purpose of the Coordinator is to keep the Policy and Procedures Manual current and to disburse copies of same to the Board and membership upon request. Formatting for the document shall be Word or another compatible format. Likewise, the Coordinator shall maintain the Club's Calendar of Deadlines and update it when necessary and provide an updated copy to the Board and for posting on the Club's website.

The Manual is updated on an ongoing basis (after each Board meeting's minutes are approved). It is the responsibility of the Recording Secretary to send copies of approved minutes of each Board meeting and official election results to the PPM Coordinator. The Coordinator then incorporates any changes in LRCA policies and procedures into the Manual. The Coordinator, after updating the Manual, shall forward a copy of it electronically to the Board, who shall approve the changes by majority vote. After the updated Manual is approved by the Board, the Coordinator shall forward it for publishing on the website and shall notify the AKC Delegate and any committee chair whose committee had policy changes implemented by the Board to review the updated PPM.

Whenever committees, programs, etc., are dissolved, their histories shall be maintained in a manual separate from the PPM by the Coordinator.

The recommended size for this committee is one coordinator who shall maintain the database and keep the Manual current.

Whenever there is a discrepancy between information shown on the LRCA website versus the LRCA Policy and Procedures Manual, the PPM shall be considered the authoritative source. If there are any discrepancies between the Bylaws and the PPM, however, the Bylaws shall take precedence over the Manual.

I. Title Statistics Coordinator

The LRCA board shall subscribe to the AKC Monthly Titles Earned report. Said report shall be provided to the designated Title Statistics Coordinator. The Coordinator may be a member

of the Awards Committee but is not required. The Coordinator shall keep a record of all AKC titles earned as well as LRCA titles and will provide a summary report to the editor of the Bollettino for publishing.

X. RANKINGS AND AWARDS POLICIES

A. Awards Committee

The Awards Committee is the official record keeper for Lagotto Romagnolo achievements. Such records are utilized to create the annual awards given to the top-winning and/or top-producing Lagotti.

The mission of this committee is to implement and maintain the Versatility award for the LRCA, and any additional award programs that the Board chooses to incorporate in the future.

A committee member will be appointed as the Perpetual Trophy Coordinator. The Coordinator shall be responsible for coordinating the shipping and receiving of the perpetual trophies to and from National Specialties.

The size of this committee will vary. Additional members may be appointed to this committee, as the Board and committee chair mutually deem necessary, to assist the committee in carrying out its work.

B. President's Awards

- 1. Tail Wagger Award Recognizes the members who have done the most work to advance to cause of the breed in the United States in the year prior to recognition.
- 2. Spark Plug Award Awarded by the President to members who have done an exceptional amount of work volunteering for the benefit of the club members and for helping to promote the breed in the year prior to recognition.
- 3. Truffie Award is for the most titled Lagotto owned by a LRCA member current at the time of recognition.

Presentation of these awards is at the sole discretion of the President.

XI. NATIONAL SPECIALTY

This standing committee was formed with the purpose of providing guidance through the procedures and issues of organizing and conducting a National Specialty. All National Specialty events must include an AKC National Owner-Handled Series event.

The National Specialty team shall prepare a separate Policy and Procedures Manual, detailing as many items as possible. Anything not covered in the NSPPM will be responsibility of the LRCA Board.

XII. AMERICAN KENNEL CLUB

A. AKC Delegate

The LRCA shall have a Delegate to the AKC (see Exhibits for a job description). Such Delegate shall be elected by majority vote of the full Board of Directors at its first meeting of the calendar year after the Delegate's term has expired or at the first meeting after receipt of the Delegate tendering his/her letter of intent to resign from the position. The Delegate need not be a LRCA Director, but must be a LRCA member in good standing. If the Delegate is not a Board Member, the Delegate shall be furnished a copy of the approved Board meeting minutes in a timely manner. The Delegate shall hold office for a term of three years and until Delegate's successor shall have been duly elected and qualified. The Delegate may serve an unrestricted number of three-year terms. The Delegate shall be expected to attend the AKC Delegate meetings and, for each LRCA Board meeting, provide a written report to the Board of AKC proceedings and all AKC business relevant to the LRCA.

The Delegate shall submit all written material to the Board for approval prior to releasing such to the LRCA membership via *The Bollettino*, the LRCA website, or the LRCA and Lagotto internet lists. The Board-approved Delegate's report will be added to the website on the AKC Delegate's Report page in the Members Only area.

B. AKC Flyer

A flyer about the breed is available for inclusion in AKC registration envelopes, which shall be reviewed periodically by the Board and updated when necessary.

C. AKC Canine Health Foundation Liaison (CHF)

The LRCA is a club member of the AKC Canine Health Foundation (CHF) with a liaison who is a LRCA member appointed by the Board. The liaison is responsible for communication between the Club and the CHF in matters pertaining to canine health. This person receives privileged information about proposed research grants and ongoing progress reports with current investigations.

The Program, as described by the CHF, is designed to provide assistance to clubs attempting to resolve serious health problems in their purebred dogs. The program is composed of three separate types of assistance: assistance with the identification and review of proposed research, establishment of donor-advised funds, and the matching fund program.

The liaison will receive the scientific and lay summaries of research projects and will be responsible for distributing information to the Board, *The Bollettino* editor, and relevant committee chairs. The liaison will also be available to field questions from the Board, et al., and/or scientists. Due to the confidential and privileged nature of this information, a confidentiality statement is signed to protect the privacy and integrity of the scientists and their research. The Club understands that full details of any study can only be made available to the public at the conclusion of the study.

The liaison will also be instrumental in presenting health concerns and research proposals from the Club. The CHF is intensely interested in hearing about particular health problems with Lagotti and addressing those with the purpose of investigating them and pursuing research if the Club so desires.

The performance of the liaison will be evaluated by the Board at least every two years. The Board may elect to replace the liaison at any time it deems necessary to do so. However, the liaison position will automatically renew unless the liaison and/or the Board deem it necessary to terminate the relationship.

Additionally, the liaison must be in good standing with the LRCA and AKC. This person will adhere to the LRCA committee policy, including submitting an annual report, and meeting medical reference requirements in reporting any health information.

The AKC has stated that donations by the Club's membership to the CHF can be earmarked by the donor(s) that their charitable donations to canine research are for Lagotto projects. This is done by donating funds to the LRCA Donor Advised Fund. The CHF matches these funds when they are used for a research study.

D.AKC Gazette Breed Column Coordinator

The AKC Gazette breed columnist's mission is to submit articles for publication that will help educate the public about the Lagotto Romagnolo. Approximately four breed column submissions are required each year. One column per year should be a press release publicizing health issue activities.

The committee's recommended size is one person, who may solicit assistance from others in gathering and producing material for publication

E. AKC Club Management Tool

The AKC Club Management Tool is available free of charge to all AKC Clubs and includes the ability to easily and quickly access information online, and the LRCA is authorized to manage AKC events online.

XIII. EXHIBITS begin on page 25 and are in the following order:

- A. Constitution
- **B. LRCA Bylaws**
- C. Policy on use of LRCA Logo
- **D. LRCA Code of Ethics**

Exhibit A - Constitution

ARTICLE I

NAME AND OBJECTIVES

Section 1. The name of the Club shall be the Lagotto Romagnolo Club of America (hereinafter referred to as LRCA or "the Club")

Section 2. The objectives of the Club shall be:

A. to bring to perfection the natural qualities of the Lagotto Romagnolo.

B. to encourage the organization of independent local Lagotto Romagnolo Specialty Clubs in `those localities where there are sufficient fanciers of the breed to meet the requirements of the American Kennel Club.

C. to urge members and breeders to accept the Standard of the breed as approved by the Club and accepted by the AKC.

D. to do all in its power to protect and advance the interests of the breed and to encourage sportsmanlike competition at dog shows, companion, and performance events.

E. to conduct sanctioned matches, specialty shows, obedience trials and any other events for which the club is eligible under the rules of The American Kennel Club.

- **F.** to guard against the commercial exploitation of the Lagotto Romagnolo.
- **G.** to accept and abide by the Code of Ethics of the LRCA.

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

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

Section 5. The use of the LRCA emblems or names in any form of advertising by any member or group of members is prohibited, except by the Club itself, with the approval of the Board of Directors.

(Approved as amended 08/2014)

This document consists of One (1) page.

Exhibit B - BYLAWS

ARTICLE I

Membership

SECTION1. Eligibility There shall be seven (7) types of membership open to all persons 18 years of age and older who are in good standing with The American Kennel Club and who subscribe to the objectives including the Bylaws and code of ethics of the LRCA. These memberships are described below.

• Active Membership with all rights, privileges, and responsibilities shall be open to all individuals 18 years of age or older who have been an Associate Member for at least one year and who reside(s) in United States. If an Active Member becomes an International Member, the status as an Active Member will continue. Active members may be individual or household.

o **Regular** (Individual) — enjoys all Club privileges including the right to vote and hold office.

o **Household** — two (2) adult members residing in the same household, each eligible to vote and hold office, but must both have been Associate Members for at least one year. Only one household member may hold office at any given time.

•Associate Membership is open to all persons 18 years of age and older who are residents of the United States. Associate Members shall enjoy all the privileges of the LRCA except the right to vote, hold office, or participate in the Breeder Referral Program. Associate Members shall not count in the determination of a quorum. After one year from the date of being approved as an Associate Member by the LRCA Board, Associate Members may apply for Active Membership and have endorsements from two current Active members, not residing in the same household.

However, Associate Members need not apply for Active Membership and may continue as Associate Members for an indefinite period of time.

•International — for those individuals who are not U.S. residents (or its

territories and possessions). Shall be entitled to all Club privileges except voting and office holding. International members do not count in the determination of a quorum.

•Junior — open to children 9 to 17 years of age, a non-voting/non office

holding membership that may automatically convert to Associate Membership at age 18 for the period of one year, then may apply for Active Membership.

•Life — for those individuals who have been members for 20 years. Life members pay no dues but are eligible to vote and hold office.

SECTION 2. Dues.

(a) The Board of Directors may change or set any dues or fees for the next official year by a majority vote of a quorum of Directors. The deadline for the change shall be set by

the Board and both the change and the deadline shall be reported in the next official LRCA publication and posted on the Club website. Any change shall be set no later than October 1 to be effective for the ensuing official year. Dues are payable on or

before the thirty-first day of January each year. Dues not paid by March 1St will be considered lapsed.

(b) No member whose dues are not paid for the current year may vote, run for office, nominate any person for office, or endorse any applicant for membership.

(c) Members joining after December 1st of any year and paying dues shall be credited as having paid dues for the following fiscal year. During the month of December, the Membership Chairperson shall send a statement to each member of his or her dues for the ensuing year. The membership chairperson shall send to the Recording Secretary and Treasurer the list of renewals sent to members for their records.

SE**CTION 3. Election to Membership**. Applications for membership shall be a two-step process. Prospective members shall first apply as Associate members. A period of one year as an Associate Member is required before applying for Active membership.

The Associate Member application shall state the name, address, and occupation of the applicant along with other requested information. Accompanying the application, the prospective member shall submit dues payment for the current year. The application shall be mailed electronically or via the US post to the Membership Chair.

After being an Associate Member for a period of one year, an individual or dual member may apply for Active Membership.

The Active Membership applicant shall apply on a form as approved by the Board of Directors, which shall provide that the applicant agree to abide by the constitution, bylaws, and the rules of the Lagotto Romagnolo Club of America and the American Kennel Club. In addition, each member shall agree to abide by the Lagotto Romagnolo Club of America mission statement, and code of ethics.

The application form shall also include written recommendations from two Active Members in good standing who are not from the same household. When completed, the application with the attached sponsor recommendations shall be presented to the Board for approval under the process outlined below.

a) Applicant and sponsor names submitted to the Board of Directors will be published in the minutes of that meeting in order to solicit comments from Active Members.

Applicants may be elected by secret ballot at any meeting of the Board of Directors or by secret vote of the directors by mail, email, conference call or video conference. Affirmative votes of 2/3 of the directors present at a meeting of the Board at which there is a quorum present, or of 2/3 of the entire Board voting by mail, email, video conference, or conference call shall be required to elect an applicant.

An application that has received a negative vote by the Board may be presented by one of the members in good standing at the next annual meeting of the Club and the members may elect such applicant by secret ballot and a favorable vote of 75% of the members present and voting. Applicants for membership who have been rejected by the Club may reapply 12 months after such rejection.

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

(a) *by resignation*. Any member in good standing may resign from the Club upon written notice to the Recording Secretary, but no member may resign when in debt to the Club. Obligations other than dues are considered a debt to the Club and must be paid in full prior to resignation.

(b) <u>by lapsing.</u> A membership will be considered as lapsed and automatically terminated if such member's dues remain unpaid after March 1st; however, the Board may grant an additional 60 days of grace to such delinquent members in meritorious cases. Under no circumstance may a person be entitled to vote, run for office, or nominate any person for office or endorse any prospective new members whose dues are unpaid for the current year.

Members whose membership has lapsed must reapply and be elected to membership.

(c) *by expulsion.* A membership may be terminated by expulsion as provided in Article VI of these bylaws.

ARTICLE II Meetings

SECTION 1. Annual Meeting. The Annual meeting of the Club shall be held between the months of February and May, in conjunction with the Club's specialty show (whenever possible), at a place, date, and hour designated by the Board of Directors. Written notice of the annual meeting shall be sent by the Recording Secretary (electronic or USPS) to each member at least 30 days prior to the date of the meeting. The quorum for the annual meeting shall be 10% of the members in good standing.

SECTION 2. Special Club Meetings.

(a) Special Club meetings may be called by the President, or by a majority vote of the members of the Board who are present at a meeting of the Board or who vote by mail; and shall be called by the Recording Secretary upon receipt of a petition signed by 10% of the voting members of the Club who are in good standing. Such special meetings shall be held at a place, date, and hour as may be designated by the Board of Directors. The Recording Secretary shall send written notice of such a meeting at least 15 days and not more than 30 days prior to the date of the meeting. The notice of the meeting shall state the purpose of the meeting, and no other Club business may be transacted.

(b) The quorum for such a meeting shall be 10% of the voting members in good standing.

SECTION 3. Board Meetings. Board meetings are defined as gatherings where attendees see and/or hear each other. This includes meeting (in person) "physically" in the same room, or by conducting a meeting by video conference or teleconference. The first meeting of the Board shall be held as soon as possible following the election. Other meetings of the Board of Directors shall be held at such times and places as designated by the President or by a majority vote of the entire Board. The Recording Secretary shall send written notice of each such meeting to each member of the Board at least 15 days prior to the date of the meeting (electronic or USPS). The quorum for such a meeting shall be a majority of the Board. The general membership is invited to attend all meetings of the Board in person or via teleconference or video conference.

SECTION 4. Board Business. The Board of Directors may also conduct business by mail through the Recording Secretary, email, fax, or teleconference conference call, provided it does not conflict with any other provision of these bylaws. The means of communication must be available and agreed upon by all Board of Directors members.

(a) For email communications, there must be a procedure to ensure that all individuals participating are eligible Board members and a mechanism to verify that the eligible Board members are participating. Such procedure shall include each Board member maintaining private email address not accessible to other members of the household, and the Recording Secretary shall attach an electronic receipt to such emails.

(b) Items voted upon by telephone conference call, mail, and fax must be confirmed in writing by the Recording Secretary within seven days of receipt.

ARTICLE III

Officers, Directors and AKC Delegate

SECTION 1. Board of Directors. The Board shall be comprised of the Officers, and four directors, all of whom shall be voting members in good standing and residents of the United States. The Executive Board shall be elected for one-year terms and Directors to two-year terms, and shall serve until their successors are elected. In order to maintain continuity on the Board, two Directors shall be elected in odd numbered years and two Directors shall be elected in even numbered years. No Executive Officer or member of the Board of Directors may serve for more than five (5) consecutive terms, and no Director shall serve more than three (3) consecutive terms. An exception is the office of the Treasurer, which shall not have term limits, but requires any sitting Treasurer be reelected to that position each year. At no time can two Board members from the same household serve on the Board at the same time.

(a) The Immediate Past President shall serve in an advisory role (without a vote) to the Board for a period of one (1) year.

(b) AKC Liaison: Until such time as the LRCA shall be fully recognized by the AKC and shall then have a delegate, the AKC Liaison shall act as liaison and point of contact for the Club and AKC. When full AKC recognition is obtained by the Club, the position of AKC Liaison shall be terminated and this paragraph removed from the bylaws to be replaced by the following:

(i) AKC Delegate: The AKC Delegate shall be appointed by the Board of Directors every 3 years or whenever a vacancy exists, and shall serve as a nonvoting member of the Board. Among other duties, the Delegate shall report to the Club all actions and matters discussed at the AKC's Quarterly Delegate Meetings. The AKC Delegate shall follow all specific voting instructions, if any, designated by the Board of Directors.

(c) General management of the Club's affairs shall be entrusted to the Board of Directors.

SECTION 2. Officers. The Club's officers, consisting of the President, Vice President, Recording Secretary, Corresponding Secretary, and Treasurer, shall serve in their respective capacities 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 the duties and powers normally appurtenant to the office of President in addition to those particularly specified in these bylaws.

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

(c) The Recording Secretary shall keep a record of all meetings of the LRCA and of the Board of Directors. This includes all communications among the Board and from the Board to the membership, notifying members of meetings, notifying new members of their election to Active Membership, notifying Directors of their election to office, recording all votes taken by mail, keeping a roll of all LRCA members and their addresses, and carrying out such other duties as are prescribed and defined by the Board.

(d) The Corresponding Secretary shall have charge of all correspondence to and from the public and all communication to the membership that does not originate from official action of the Board of Directors. The Corresponding Secretary shall forward to the Recording Secretary all matters that require permanent recording. The Corresponding Secretary shall also have charge of the LRCA electronic and social media sites and information posted on the Club's official website. The Corresponding Secretary shall also carry out such other duties as are defined by the Board.

(e) The Treasurer shall collect and receive all moneys due or belonging to the Club. Moneys shall be deposited in a bank approved by the Board, in the name of the Club. The books shall at all times be open to inspection by the Board. On an annual basis, the books shall be open to an outside entity for auditing purposes and such expense shall be borne by the Club. A profit and loss/cash flow report and balance sheet shall be given at every meeting on the condition of the Club's finances and every item of receipt or payment not before reported; and at the annual meeting an accounting shall be rendered of all moneys received and expended during the previous fiscal year. The Treasurer shall have the authority to issue payment for Club expenses of up to \$250.00. Amounts in excess of \$250 must be submitted to the Board for approval prior to payment. The Treasurer shall have a background in Finance, Accounting, or other such expertise, and shall be bonded in such amount as the Board of Directors shall determine, with such expense to be borne by the Club.

SECTION 3. Vacancies. Any vacancies occurring on the Board or among the offices during the year shall be filled until the next annual election by a majority vote of the members of the Board; except that a vacancy in the office of President shall be filled automatically by the Vice President and the resulting vacancy in the office of Vice President shall be filled by the Board.

SECTION 4. Surety Bond. In addition to the Treasurer, any officer, director, or Club member handling Club finances shall, if required by the Board of Directors, furnish surety bond, with approved sureties, in such amount as may be determined by the Board of Directors. The expense shall be borne by the Club.

ARTICLE IV The Club Year, Voting, Nominations, Elections

SECTION 1. Club Year. The Club's fiscal year shall begin on the first day of January, and end on the last day of December.

The club's official year shall begin immediately at the conclusion of the election and shall continue through the next election.

The elected officers and directors shall take office on the first day of the month following the election and each retiring officer shall turn over to his successor in office all properties and records relating to that office within 30 days after the election.

SECTION 2. Voting. At the annual meeting or at a special meeting of the club, voting shall be limited to those members in good standing who are present at the meeting, except for the annual election of officers (delegate) and directors and amendments to the constitution and bylaws (and the standard for the breed), which shall be decided by written ballot cast by mail. Voting by proxy shall not be permitted. The board of directors may decide to submit other specific questions for decision of the members by written ballot cast by mail.

If voting is done via electronic means, such balloting must be conducted by an independent organization specializing in electronic balloting. Members must sign a written authorization agreeing to this method, which is revocable; releasing the club from any liability should the ballot be received late or not received by the member, due to circumstances beyond the Club's control. Members not providing written authorization will continue to receive all materials via USPS.

SECTION 3. Annual Election. The election of officers and directors shall be conducted by secret ballot. Ballots to be valid must be received by the Recording Secretary (or independent professional firm designated by the board), by November 15th. Ballots shall be counted by three inspectors of election who are members in good standing and neither members of the current board nor candidates on the ballot (provided, however,

that the board may designate an independent professional firm to send, receive and count the ballots apart from the annual meeting).

If voting is done via electronic means, such balloting must be conducted by an independent organization specializing in electronic balloting. Members must sign a written authorization agreeing to this method, which is revocable; releasing the club from any liability should the ballot be received late or not received by the member, due to circumstances beyond the Club's control. Members not providing written authorization will continue to receive all materials via USPS (Article IV, Section 2). The nominated candidate receiving the greatest number of votes for each office shall be declared elected. If any nominee is unable to serve for any reason, such a nominee shall not be elected and the vacancy so created shall be filled by the new Board of Directors in the manner provided in Article III, Section 3.

SECTION 4. Nominations and Ballots. No person may be a candidate in a Club election who has not been a member in good standing and has not been nominated in accordance with these bylaws. The Board of Directors shall choose a Nominating Committee by August 31. The committee shall consist of three members from different areas of the U.S.A., and two alternates, all voting members in good standing, no more than one of whom may be a member of the current Board of Directors. No Board member whose position is up for election shall be eligible to serve on the Nominating Committee. The Board shall name a chair of the committee. The Nominating Committee may conduct its business by mail, FAX, telephone, or email.

(a) The Nominating Committee shall nominate from among the eligible members of the Club, one candidate for each office and for each position on the Board of Directors, and shall procure the acceptance of each nominee so chosen. The committee should consider geographical representation of the membership on the Board to the extent that it is practicable to do so. The committee shall then submit its slate of candidates to the Recording Secretary, who shall mail the list, including the full name of each candidate and the name of the state in which he or she resides, to each member of the Club on or before October 1st, so that additional nominations may be made by the members if they so desire.

(b) Additional nominations of eligible members may be made by written petition

addressed to the Recording Secretary and postmarked on or before October 31st, signed by five (5) voting members in good standing and accompanied by the written acceptance of each such additional nominee signifying their willingness to be a candidate. Except for the position of delegate, no person shall be a candidate for more than one position.

(c) If no valid additional nominations are postmarked on or before November 1st, the Nominating Committee's slate shall be declared elected and no balloting will be required.

(d) If one or more valid additional nominations are postmarked on or before October 31st, an independent agent or Board designated inspector shall, on or before November 15th, mail to each member in good standing, a ballot listing all of the nominees for each

position in alphabetical order, with the names of the states in which they reside, together with a blank envelope and a return envelope

addressed to the independent agent or Board designated inspectors marked "Ballot" and bearing the name of the member to whom it was sent. So that the ballots may 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 designated professional firm or Board designated inspectors, and postmarked no later than

December 15th. The independent agent or Board designated inspectors shall check the returns against the list of members whose dues are paid for the current year prior to opening the outer envelopes and removing the blank envelopes, and shall certify the eligibility of the voters. After completing the counting process, the independent agent or Board designated inspectors shall forward the results of the balloting to the Recording Secretary, who shall notify all candidates and Board of Directors. The results of the

voting shall be announced by January 1st and also at the annual meeting.

If elections are done via electronic means, such balloting must be conducted by an independent organization specializing in electronic balloting per stipulations in Article IV, Section 2.

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

ARTICLE V Committees

SECTION 1. The Board may each year appoint standing committees to advance the work of the Club in such matters as dog shows, field trials, obedience trials, trophies, annual prizes, membership, and other fields that 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. 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 persons whose services have been terminated.

ARTICLE VI Discipline

SECTION 1. American Kennel Club Suspension. Any member who is suspended from any of the privileges of The American Kennel Club shall automatically be suspended from the privileges of this Club for a like period.

SECTION 2. Charges. Any member may bring charges against another member for alleged misconduct prejudicial to the best interests of the Club or the breed. Written charges with specifications must be filed in duplicate with the Recording Secretary together with a deposit of \$50.00, which shall be forfeited if such charges are not sustained by the Board or a Committee following a hearing. The Recording Secretary shall promptly send a copy of the charges to each member of the Board or present them at a Board meeting. The Board shall first consider whether the actions alleged in the charges, if proven, might constitute conduct prejudicial to the best

interests of the Club or the breed. If the Board considers that the charges do not allege conduct that would be prejudicial to the best interests of the Club or of the breed, it may refuse to entertain jurisdiction. If the Board entertains jurisdiction of the charges, it shall fix a date for a hearing by the Board or a Committee of not less than three members of the Board, within not less than three weeks or more than six weeks thereafter. The Recording Secretary shall promptly send one copy of the charges to the accused member by certified mail together with a notice of the hearing and an assurance that the defendant may personally appear in his or her own defense and bring witnesses if he or she wishes.

SECTION 3. Board Hearing. The Board or Board committee 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 the charges be sustained after hearing all the evidence and testimony presented by complainant and defendant, the Board or Board committee may by a majority vote of those present reprimand or suspend the defendant from all privileges of the Club for not more than six months from the date of the hearing, or until the next annual meeting, if that will occur after six months. And, if it deems that punishment insufficient, it may 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 or her fellow members at the ensuing Club meeting, which considers the recommendation of the Board or Board committee. Immediately after the Board or Board committee has reached a decision, its findings shall be put in written form and filed with the Recording Secretary. The Recording Secretary, in turn, shall notify each of the parties of the decision and penalty, if any.

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

ARTICLE VII Amendments

SECTION 1. Amendments to the constitution, bylaws, and to the Standard for the breed may be proposed by the Board of Directors, or by written petition addressed to the Recording Secretary, and signed by twenty percent (20%) of the voting membership in good standing. Amendments proposed by such petition shall be promptly considered by the Board of Directors and must be submitted to the members with recommendations of the Board by the Recording Secretary for a vote within three months of the date when the petition was received by the Recording Secretary.

SECTION 2. The constitution, bylaws, and the Standard for the breed may be amended at any time, provided a copy of the proposed amendment has been mailed by the Recording Secretary to each member in good standing on the date of mailing,

accompanied by a ballot on which a choice for or against the action to be taken shall be indicated. Dual-envelope procedures described in Article IV,

Section 4(d) shall be followed in handling such ballots, to assure secrecy of the vote. Notice with such ballot shall specify a date not less than 30 days after the date postmarked, by which date the ballots must be returned to the Recording Secretary to be counted. The favorable vote of 2/3 of the members in good standing, who return valid ballots within the time limit, shall be required to effect any such amendment.

SECTION 3. (No amendment to the constitution, bylaws, and the standard for the breed that is adopted by the Club shall become effective until it has been approved by the Board of Directors of The American Kennel Club).

ARTICLE VIII Dissolution

SECTION 1. The club may be dissolved at any time by the written consent of not less than 2/3 of the members in good standing. In the event of the dissolution of the club, other than for purposes of reorganization, whether voluntary or involuntary or by operation of law, none of the property of the club nor any proceeds thereof nor any assets of the club shall be distributed to any members of the club, but after payment of the debts of the club its property and assets shall be given to a charitable organization for the benefit of dogs selected by the board of directors.

ARTICLE IX

Order of Business

SECTION 1. At meetings of the Club, the order of business, so far as the character and nature of the meeting may permit, shall be as follows:

- •Roll Call
- •Minutes of the last meeting
- •Report of President
- •Report of Recording Secretary
- •Report of the Corresponding Secretary
- •Report of Treasurer
- •Reports of Committees
- •Election of officers and board (at annual meeting)
- •Election of new members
- Unfinished business
- •New business
- Adjournment

SECTION 2. At meetings of the Board, the order of business, unless otherwise directed by majority vote of those present, shall be as follows:

- •Reading of minutes of last meeting
- •Report of Recording Secretary
- •Report of the Corresponding Secretary
- •Report of Treasurer
- •Reports of Committees

- •Unfinished business
- •Election of new members
- New Business
- Adjournment

ARTICLE X Parliamentary Authority

SECTION 1. 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 other special rules of order the Club may adopt.

Approved by the membership 1/15/2015

Exhibit C - Use of Club Logo on Websites

LRCA Constitution, Section 5: The use of the LRCA emblems or names in any form of advertising by any member or group of members is prohibited, except by the Club itself, with the approval of the Board of Directors.

Exhibit D - Code of Ethics

Lagotto Romagnolo Club of America members are expected to adhere to the following rules:

I. Conduct:

A. The Lagotto Romagnolo Club of America, LRCA, members shall be dedicated to the preservation and welfare of the Lagotto Romagnolo.

B. All LRCA members must ensure that their actions are in the best interest of the breed.

C. Members will at all times, whether at home, traveling, at shows, or at motels, display good sportsmanship and conduct themselves in such a manner as to reflect credit upon the breed and the LRCA.

D. Novices are encouraged to seek the advice and assistance of more experienced breeders and owners, and those sought out will graciously provide assistance and share the benefits of their knowledge.

E. Each member of the LRCA who is a breeder will keep accurate records of breedings as per American Kennel Club, AKC, Rules and Regulations, pedigrees and registrations. They will also maintain the best possible standard of care for their dogs with regard to proper nutrition, housing, cleanliness, and veterinary care.

F. Breeding programs should exist for the betterment of the breed. Each member will plan their breeding program to maintain and intensify the virtues of type, quality, temperament, and to eliminate faults. All breeding shall be done selectively towards this goal and not purely for financial gain.

G. Breeders may not intentionally allow a Lagotto to be bred to any other breed of dog.

II. Breeding:

A. The breeder will only breed dogs whose progeny are eligible for AKC registration (Foundation Stock, Full registration, or Limited registration.)

B. The breeder will make every effort to prove their dogs by showing them in conformation events, dog sports, and/or working events. The breeder will uphold the AKC's Code of Sportsmanship,

http://images.akc.org/pdf/AKC code of sportsmanship.pdf

C. The breeder will not act as a "BROKER", by selling dogs/litters under the age of 6 months that were bred by others of which they had no part in the breeding. Further the Breeder will not supply dogs to retail sellers, auctions, or as raffle or other contest prizes.

D. Because it is in the best interest of the breed to only breed individual dogs that have had a chance to reach maturity, be evaluated in both conformation and/or working ability, no Lagotto will should be bred until they have had such testing as to qualify for a Canine Health Information Center, CHIC, number with clear/acceptable test results, along with the other required health tests as listed below.

E. All Lagotto under consideration for breeding will be tested for known diseases and conditions common to the breed. Proof of this testing must be made available to puppy buyers and be recorded in the Orthopedic Foundation for Animals, OFA, public database.

F. Affected Lagotto will not be bred.

G. Dysplastic Lagotto will not be bred.

H. OFA-CHIC Health Testing Requirements can be changed if the Health Committee discovers scientific evidence to indicate them.

i. Hip Dysplasia (One of the following)

a) OFA Evaluation

b)University of Pennsylvania Hip Improvement Program, PennHIP Evaluation

ii. Eye examination by a boarded American College of Veterinary Ophthalmologists, ACVO Ophthalmologist each year

a) Results registered with the OFA

- iii. Patellar Luxation
 - a) OFA Evaluation
- iv. Benign Familial Juvenile Epilepsy

a) DNA based test results from an approved lab registered with the OFA

v. Lagotto Storage Disease

a) DNA based test results from an approved lab registered with the OFA

vi. DNA Repository (Optional)

a) Participation in the OFA/Chic DNA Repository

I. In addition to the breed specific requirements above, a CHIC requirement across all participating breeds is that the dog must be permanently identified via microchip or tattoo in order to qualify for a CHIC number.

J. A CHIC number is generated automatically once all requirements have been recorded at the OFA.

K. Foreign-born dogs must have clearances from their country's equivalent and must meet the age requirements for evaluation. CHIC numbers for foreign born dogs with foreign health screening results may qualify for CHIC, but their numbers will not generate automatically. Results must be manually forwarded to the OFA (fees apply) and CHIC numbers requested after a review.

III. Selling of Puppies:

A. Buyers will be carefully screened for puppies and/or older dogs that are sold or placed.

B. A Club member-breeder will use a contract stating the terms and conditions of the sale of the puppy.

i. The contract between breeder and buyer should articulate the circumstances that a puppy can be returned to the breeder for health reasons and what (if any) refunds should be applied.

ii. All pet puppies should be sold on a non-breeding contract with AKC Limited Registration.

iii. Further, the breeder will provide the new puppy owner with health records of the puppy, AKC registration materials and proof of health and genetic tests of the parents.

iv. No puppy will be released until 8 weeks of age.

IV. In all questions of ethics, covered or not covered by this Code of Ethics, the individual member shall act solely in the best interests of the breed, and the membership as a whole. He/she shall also willingly aid any fellow member in upholding these interests.

V. Members shall bear in mind that a Code of Ethics is more than a set of rules; it is a commitment to a high standard of practice in owning and breeding and that adherence to the spirit of the Code is as important as adherence to its law.

VI. Any violations of the Code of Ethics will be brought, in written format, to the Board's attention for deliberation and potential disciplinary action at the sole discretion of the Board.

(Approved by the membership November 23, 2019)