

CARROLL KENNEL CLUB BYLAWS

September 23, 2014
Club Approved

BYLAWS

ARTICLE I MEMBERSHIP

SECTION 1. Eligibility. There shall four types of membership open to persons eighteen years of age or older and one to persons younger than eighteen who are in good standing with the American Kennel Club and subscribe to the purposes of the club as set forth in the constitution:

- a) Regular – Individual member with all club privileges, eligible to vote and hold office.
- b) Household – Two adult members with all club privileges residing in the same household, each eligible to vote and hold office.
- c) Associate – Member entitled to all Club privileges except voting and office holding, offered to individual former regular members who are no longer active.
- d) Junior – Open to persons under 18 years of age; pay no dues and are not eligible to vote or hold office, may automatically convert to regular membership at age 18.
- e) Honorary – An individual who has made significant contributions to the Sport or Club; pays no dues but is eligible to vote and hold office.

While membership is to be unrestricted as to residence, the Club's primary purpose is to be representative of the breeders and exhibitors in Carroll and surrounding counties.

SECTION 2. Dues. Membership dues shall not exceed \$60.00 per year for regular membership, \$100 per year for household, and \$40 for associate payable before the first day of January of each year. Amount of dues shall be recommended by the Board of Directors and approved by the club members.

No member may vote whose dues are not paid for the current year. During the month of November the Treasurer shall send to each member a statement of dues for the ensuing year.

SECTION 3. Membership Election. Each applicant for membership, except Honorary, shall apply on a form approved by the Board of Directors which shall provide that the applicant agrees to abide by the Carroll Kennel Club Constitution and By-Laws and the By-Laws and rules of the American Kennel Club. Applicants for Individual, Household and Junior membership must demonstrate interest and commitment by engaging in club activities as required by the Board. The application shall include the name, mailing and e-mail addresses, breed(s), signature of the applicant, and carry the endorsement of two members in good standing.

The application for membership, with dues payment for the current year, shall be submitted to the Treasurer and each application is to be read at the next meeting of the Board. After the application is read, the Board shall evaluate the application and report recommendations at the next Club meeting following determination that requirements are met. The application will be voted on, and affirmative votes of 2/3 of the members present and voting by secret ballot at that meeting shall be required to elect the applicant.

Candidates for Honorary membership may be nominated in writing by any Regular or Household member at any Board Meeting. The Board shall receive and evaluate the nomination. Nominations approved by a majority vote of the then members of the Board shall be read at the next Club meeting, the nomination will be voted on, and affirmative votes of 2/3 of the members present and voting by secret ballot at that meeting shall be required to elect the nominee.

Applicants for membership who have been rejected by the Club may not reapply within six (6) months of such rejection.

SECTION 4. Membership Termination. Membership may be terminated by:

- a. Resignation. Any member may resign from the Club upon written notice to the Board, 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. Lapsing. Any membership shall be considered as lapsed and automatically terminated if such member's dues remain unpaid 30 days after the first day of the fiscal year. However, the Board may grant an additional 90 days of grace to such delinquent members in meritorious cases. In no case may a person be entitled to vote at any Club meeting whose dues are unpaid at the date of that meeting.
- c. Expulsion. Any membership may be terminated by expulsion as provided in Article VI of these By-laws.

ARTICLE II

MEETINGS AND VOTING

SECTION 1. Club Meetings. Meetings of the Club shall be held monthly within Carroll County at such time and place as may be designated by the Board of Directors. The Corresponding Secretary shall provide each member with written or electronic notice of each such meeting at least five days prior to the date of the meeting. The quorum for such meetings shall be 20% of the members eligible to vote and in good standing.

SECTION 2. Special Club Meetings. Special Club meetings may be called by the President, or by a majority vote of the members of the Board who are present and voting at any regular or special meeting of the Board; and shall be called by the Board upon receipt of a petition signed by five members of the Club who are in good standing. Such special meetings shall be held in Carroll County at such place, date, and hour as may be designated by the person or persons authorized herein to call such meetings. The Corresponding Secretary shall provide each member with written or electronic notice of such a meeting at least 5 days and not more than 15 days prior to the date of the meeting, and said notice shall state the purpose of the meeting, and no other Club business may be transacted thereat. The quorum for such a meeting shall be 20% of the members eligible to vote and in good standing.

SECTION 3. Board Meetings. Meetings of the Board of Directors shall be held monthly within Carroll County at such time and place as may be designated by the Board. Written or electronic notice of such meeting shall be made at least 5 days prior to the date of the meeting. The quorum for such a meeting shall be a majority of the Board.

SECTION 4. Special Board Meetings. Special meetings of the Board may be called by the President; and shall be called by the Board upon receipt of a written request signed by at least three (3) members of the Board. Such special meetings may be held electronically or be held at such place, date, and hour as may be designated by the President. Written notice of such meeting shall be mailed at least 5 days and not more than 10 days, or by electronic notice made at least 3 days and not more than 5 days prior to the date of the meeting. Any such notice shall state the purpose of the meeting and no other business shall be transacted thereat. A quorum for such a meeting shall be a majority of the Board.

SECTION 5. Voting. Each regular or household member in good standing whose dues are paid for the current year and each honorary member shall be entitled to one vote at any meeting of the Club at which the member is present. Proxy voting will not be permitted at any Club meeting or election.

ARTICLE III

DIRECTORS AND OFFICERS

SECTION 1. Board of Directors. General management of the Club's affairs shall be entrusted to the Board of Directors. The Board shall be comprised of the officers and four other persons, all of whom shall be members in good standing, and all of whom shall be elected for two year terms at an annual meeting of the Club and shall serve until their successors are elected. The Board of Directors shall constitute the executive body of the Club, and shall exercise general supervision over the interests and affairs of the Club. The Board shall adopt and amend any standing rules deemed necessary to fulfill the duties of the Board as defined in these bylaws by majority vote of the full Board membership. The Board shall have charge of all correspondence including notifying new members of their election to membership and notifying newly elected officers and directors of their election to office. The Board shall keep a roll of the members of the club with their addresses and be responsible for all communication between the AKC, the Club and Club members. The Board shall also be the final authority for the interpretation of the By-Laws in the light of any action taken or contemplated by the Club. The Board shall approve all expenditures of the Club's funds before checks or drafts are signed, except for ordinary operating expenses.

SECTION 2. Officers. The Club's officers shall consist of the President, Vice-President, Treasurer, Corresponding Secretary, and Recording Secretary. All officers 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. The President shall be elected to serve a two-year term in even years. President is limited to two consecutive terms, but will be eligible for election to two more terms after a two-year hiatus.

b. The Vice-President shall have the duties and exercise the powers of the President in case of the Presidents death, absence or incapacity. The Vice-President shall be elected to serve a two-year term in odd years. No term limit for Vice-President.

c. The Recording Secretary shall keep a record of all meetings of the Club and Board, and shall perform duties required by these By-Laws or as usually appertain to this office. The Recording Secretary shall be elected to serve a two-year term in even years with no term limits.

d. The Corresponding Secretary shall have charge of all correspondence of the Club and Board except committees, and shall perform duties required by these By-Laws or as usually appertain to this office. The Corresponding Secretary shall be elected to serve a two-year term in even years with no term limits.

e. The Treasurer shall collect the dues and all other moneys due to the Club and perform other duties required by these By-Laws or as usually appertains to this office. Moneys shall be deposited, in the name of the club, in a bank designated by the Board. The books shall at all times be open for inspection by the Board. A report shall be given at every meeting on the condition of the club's finances and every item of receipt or payment not before reported. At the annual meeting an accounting shall be rendered of all moneys received and expended during the previous fiscal year. All checks and drafts issued on behalf of the Club shall have the signatures of the Treasurer plus one other designated Board member. All persons having signature authority shall be bonded in such amounts as determined by the Board. The Treasurer shall be elected to serve a two-year term in odd years. Treasurer is limited to two consecutive terms, but will be eligible for election to two more terms after a two-year hiatus.

f. The Directors shall perform duties assigned by the Board's standing rules and all duties normally pertaining to the position. Two persons shall be elected as Directors for two-year terms at annual meetings of the Club in even years and two persons shall be elected as Directors for two-year terms at annual meetings of the Club in odd years.

SECTION 3. Vacancies. The Board shall appoint a member in good standing to fill any vacancy among the Officers and Directors, except President, by a majority vote of all of the then members at the first regular Board meeting following the creation of such vacancy, or at a special Board meeting called for that purpose. The Vice President shall automatically fill any vacancy in the office of president, and the resulting vacancy in the office of Vice-President shall be filled by a majority vote of the Board. The term of office for any member filling a vacancy, including President, shall be until the next annual meeting.

ARTICLE IV

THE CLUB YEAR, ANNUAL MEETING, 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 annual meeting and shall continue through the election at the next annual meeting.

SECTION 2. Annual Meeting. The annual meeting shall be held in the month of October at which Officers and Directors for the ensuing year shall be elected by secret, written ballot from among those nominated in accordance with Section 4 of this Article. They shall take office immediately upon the conclusion of the meeting and each retiring officer, except Treasurer, shall turn over to the successor in office all properties and records relating to that office within 30 days. The retiring Treasurer shall turn over all records to an Auditing Committee appointed by the newly elected Board, which on completion of audits and acceptance of same by the Board, shall turn the records over to the new Treasurer.

SECTION 3. Elections. The nominated candidate receiving the greatest number of votes of each office shall be declared elected. The two nominated candidates for Directors on the Board who receive the greatest number of votes shall be declared elected.

SECTION 4. Nominations. No person may be a candidate in a Club election who has not been nominated. Any candidate must be an Honorary, Regular or Household member in good standing. During the month of June, the President shall select a Nominating Committee consisting of three members not more than one of which may be a member of the Board. The Corresponding Secretary shall immediately notify the committee members of their selection. The President shall name a Chair for the committee.

a. The Committee shall nominate one candidate for each expiring term of Directors and Officers. After securing the consent of each person so nominated, the Chair shall report the nominations to the Board in writing by the August Board Meeting

b. Upon receipt of the Nominating Committee's report the Corresponding Secretary shall, at least two weeks before the September meeting, notify each Club member in writing or electronic notice of the candidates so nominated.

c. Additional nominations may be made at the September meeting by any member in attendance provided that the person so nominated does not decline the nomination and provided further that if the proposed candidate is not in attendance at this meeting the nominator shall present a written statement from the proposed candidate signifying willingness to be a candidate.

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

ARTICLE V

COMMITTEES

SECTION 1. The Board may each year establish standing committees to advance the work of the Club in such matters as dog shows, obedience trials, trophies, annual prizes, membership and other fields which may well be served by committees. Such committees shall always be subject to the final authority of the Board. Special committees may also be created by the Board to aid it on particular projects.

SECTION 2. The President shall annually appoint standing committee members, appoint members of special committees, and name a chair for each committee. At least one member of each committee shall be a member of the Board. Any committee appointment may be terminated by a majority vote of the full membership of the Board upon written or electronic notice to the appointee; and the Board may appoint successors to those persons whose services have been terminated.

SECTION 3. The Board of Directors shall have the authority to disband any committee not functioning in the best interest of the Club by a majority vote of the full membership of the Board upon written or electronic notice to the committee. The Board shall appoint a new committee in its place and name a chair.

ARTICLE VI

DISCIPLINE

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

SECTION 2. Charges. Any member may prefer charges against another member for alleged misconduct prejudicial to the best interests of the Club. Written charges with specifications must be filed in duplicate with the Board together with a deposit of \$50.00. If such charges are not sustained by a Board hearing, the deposit shall be forfeited. The Board shall promptly send a copy of the charges to each member of the Board or present them at a board meeting, and the Board shall first consider whether the actions alleged in the charges might constitute conduct prejudicial to the best interests of the Club. If the Board considers that the charges do not allege conduct prejudicial to the best interests of the Club, it may refuse to entertain jurisdiction and return the deposit. If the Board entertains jurisdiction, it shall fix a date for a hearing by the Board not less than three weeks or more than six weeks thereafter. The Board shall promptly send one copy of the charges and the specifications to the accused member by certified, return receipt requested, mail together with a notice of the hearing and an assurance that the defendant may personally appear in his own defense and bring witnesses if desired.

SECTION 3. Board Hearing. The Board shall have complete authority to decide whether counsel may attend the hearing, but both complainant and defendant shall be treated uniformly in that regard. Should the charges be sustained after hearing all the evidence and testimony presented by the complainant and defendant; the Board may by a majority vote of the full membership of the Board, reprimand or suspend the defendant from privileges of the Club for not more than six months from the date of the hearing. If it deems that punishment insufficient, the Board may also recommend to the membership that the penalty be expulsion. In such case, the suspension shall not restrict the defendant's right to appear before his fellow members at the ensuing Club meeting which considers the Board's recommendation of expulsion. Immediately after the Board has reached a decision, the Board's finding shall be put in written form, and filed with the Board. The Board, in turn, shall notify each of the parties of the Board's decision and penalty, if any, and return the deposit if charges are sustained.

SECTION 4. Expulsion. Expulsion of a member from the Club may be accomplished only at a meeting of the Club following a Board hearing, and upon the Board's recommendation as provided in Section 3 of this article. Such proceedings may occur at a regular or special meeting of the Club to be held within sixty days, but not earlier than thirty days after the date of the Board's recommendation of expulsion. The Board shall read the charges and the Board's findings, and invite the defendant, if present, to speak in the defendant's own behalf if so desired, though no evidence shall be taken at this meeting. The members shall then vote by secret ballot on the proposed expulsion. A two-third vote of those present at the meeting shall be necessary for the expulsion. If expulsion is not so voted, the Board's suspension shall stand.

ARTICLE VII

AMENDMENTS

SECTION 1. Amendments to the Constitution and By-Laws may be proposed by the Board of Directors or by written petition addressed to the Board signed by twenty percent of the membership in good standing. Amendments proposed by such petition shall be promptly considered by the Board of Directors and must be submitted to the members with recommendations of the Board by the Board for a vote within six months of the date when the petition was received.

SECTION 2. The Constitution and By-Laws may be amended by a two-thirds secret vote of the members present and voting at any regular or special meeting called for the purpose, provided the proposed amendments have been included in the notice of the meeting and provided to each member at least two weeks prior to the date of the meeting.

ARTICLE VIII

DISSOLUTION

SECTION 1. Dissolution. The Club may be dissolved at any time by the written consent of not less than $\frac{2}{3}$ of the members. In the event of the dissolution of the Club for other than purposes of reorganization whether voluntary or involuntary or by operation of law, after payment of Club debts all assets shall be given to a non-profit organization, selected by the Board of Directors, that promotes the objectives stated in the Club constitution. None of the property of the Club nor any proceeds thereof nor any assets of the Club shall be distributed to any member of the Club.

ARTICLE IX

ORDER OF BUSINESS

SECTION 1. At a meeting 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 last meeting
- Report of President
- Report of Secretary
- Report of Treasurer
- Reports of Committees
- Election of Officers and Board (at annual meeting)
- Election of new members
- Unfinished business
- New business (program if scheduled)
- Adjournment

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

- Reading of minutes of last meeting
- Report of Secretary
- Report of Treasurer
- Reports of Committees
- Unfinished business
- 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 by-laws and special rules of order the club may adopt.