

Constitution and Bylaws

Revised 1/20/03

Revised and approved by General Membership – 2/20/06

Name and Objectives

Section 1: The name of this Club shall be:

Sierra-Tuolumne Kennel Club, Inc.

Section 2: The objectives of this Club shall be:

1. To further the advancement of all purebred dogs and promote responsible breeding practices and to encourage the proper care and training of all dogs.
2. To do all in its power to protect and advance the interests of all dogs and to encourage good sportsmanship and competition at dog shows, companion, and performance events.
3. To conduct sanctioned matches, dog shows and performance events under the Rules and Regulations of the American Kennel Club.

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

Section 4: The members of the Club shall adopt and revise the Constitution and Bylaws as required by the American Kennel Club. Club members may revise the Constitution and Bylaws as outlined in Article VII.

Article I – Membership and Dues

Section 1. Eligibility

There shall be three 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 purposes of this Club. Membership is to be unrestricted as to residence.

Regular: Regular members have the right to vote and hold office and all privileges as outlined by the Constitution and Bylaws. Regular membership is open to all qualifying individuals.

Family: Family memberships are open to any two adults over the age of 18 and their resident children in one household. Each adult member will be entitled to all privileges, have the right to vote and hold office.

Honorary: Honorary membership may be conferred by a majority vote of the General Membership upon persons who have rendered outstanding and/or distinguished services to the Club and/or community. Honorary members will be entitled to all privileges of membership, except voting or holding office and they will pay no annual dues.

Junior: Junior members are those members under the age of 18. They will be afforded the same privileges as regular members with the exception that they may not vote or hold office.

Section 2. Annual Dues

Membership dues shall not exceed - \$25.00 per year per person, payable on or before January 1st of each year and are delinquent thereafter.

Members renewing after January 1st shall be levied an additional ten dollar (\$10.00) delinquency fee.

During the month of November, the Treasurer shall send a statement of dues to each member for the ensuing year.

The Board shall discuss any changes in annual dues and their recommendations must be ratified by a majority vote of the members present and voting at a general meeting.

In no case may a person be entitled to vote at any club meeting whose dues are unpaid as of the date of that meeting.

Section 3. Election to Membership

Each applicant for membership shall apply on a form as approved by the Board. The application shall provide that the applicant agrees to abide by the Constitution and Bylaws (which are posted on our website at www.stkc.org or are available from the Secretary by request) and the rules of The American Kennel Club (available at www.akc.org).

Each applicant must attend three (3) club-sponsored activities (excluding classes) to be considered for club membership.

The application shall state the name, address, and occupation of the applicant and it shall carry the sponsorship of two (2) members in good standing.

The annual dues for those who are elected to membership during the months of October, November and December shall be valid until December 31 of the following calendar year.

All applications are to be filed with the Secretary and the prospective member shall submit dues payment for the current year. Each application is to be read at the first meeting of the Club following its receipt.

Upon completion of the application requirements, the application will be read for the second time. Affirmative votes of 2/3 of the members present and voting by secret ballot at that meeting shall be required to elect the applicant to membership. The applicant may not be present during discussion and voting.

Applicants for membership who have been rejected by the Club may not reapply within one year after such rejection.

Section 4. Termination of Membership

Memberships may be terminated in the following ways:

Resignation: Any member in good standing may resign from the Club upon written notice to the 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.

Lapsing: A membership will 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 30 days 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 as of January 1st.

Expulsion: A membership may be terminated by expulsion as provided in Article VI.

Article II - Meetings and Voting

Section 1. Club Meetings

Meetings of the Club shall be held on the third (3rd) Monday of each month at 6:00 pm within the greater Sonora area. Locations of the meetings will be posted in the monthly newsletter. The quorum for such meetings shall be 20 percent of the members in good standing.

In the event that a meeting cannot be held on the regular day, it may be rescheduled or cancelled upon approval of a simple majority of the General Membership at least one (1) month in advance. In case of an emergency, the President may cancel any meeting. No two (2) meetings in a row may be canceled.

Club members must be notified of any changes in meetings by U.S. Mail, E-mail or phone.

Section 2. Special Club Meetings

Special club meetings may be called either 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. Special club meetings shall be called by the Secretary upon receipt of a written request signed by at least five (5) members in good standing with the Club.

Such special meetings shall be held in the greater Sonora area at such place, date and hour as may be designated by the person or persons authorized herein to call such meetings. Written notice either by U.S. Mail or E-mail of such meeting shall be mailed by the Secretary at least five (5) days, but not more than fifteen (15) days prior to the date of the meeting. Said notice shall state the purpose of the meeting. No other club business may be transacted thereat. The quorum for such a meeting shall be 20 percent of the members in good standing.

Section 3. Board Meetings

Meetings of the Board shall be held at least six (6) times a year in the greater Sonora area at such hour and place as may be designated by the Board. Notice of such meeting shall be sent via U.S. Mail, E-mail or phone by the Secretary at least five (5) days prior to the date of the meeting. The quorum for such a meeting shall be a majority of the Board. All board meetings are open to the General Membership unless charges against another member are being discussed.

Section 4. Special Board Meetings

Special meetings of the Board may be:

1. called by the President;

2. or shall be called by the Secretary upon receipt of a written request signed by at least three (3) members of the Board,
3. or by the Secretary upon receipt of charges being brought against a member.

Such special meetings shall be held in the greater Sonora area at such place, date, and hour as may be designated by the persons authorized herein to call such meetings. Notice of such meeting shall be sent via U.S. Mail, E-mail or phone by the Secretary at least three (3) days prior to the date of the meeting. Notice shall state the purpose of the meeting and no other business shall be transacted.

The quorum for such a meeting shall be a majority of the Board. All special board meetings are open to the General Membership unless charges against another member are being discussed.

Section 5. Voting

A member in good standing is one whose dues are currently paid in full, who is not indebted to the Club for other than dues and who is not currently under suspension by the Club or by the American Kennel Club.

Each member in good standing shall be entitled to one vote at any meeting of the Club at which they are present. Proxy voting will not be permitted at any club meeting, board meeting or election.

Article III - Directors and Officers

Section 1. Board of Directors

The Board shall be comprised of the Officers and 5 other persons, all of whom shall be members in good standing. Officers shall be elected to a two year term and Board Members shall be elected to a one year term at the Club's annual meeting as provided in Article IV and shall serve until their successors are elected. There are no term limits.

General management of the Club's affairs shall be entrusted to the Board.

Section 2. Officers

The Club's Officers, consisting of the President, Vice President, Secretary and Treasurer, shall serve in their respective capacities both with regard to the Club and its meetings and the Board and its meetings. No members of the same family, spouses, significant others, partners or live-in mates shall be allowed to serve as Officers on the Board of Directors concurrently

1. 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 the Constitution and Bylaws. The President shall serve as the AKC Delegate.
2. The Vice President shall have the duties and exercise the powers of the President in case of the President's death, absence or incapacity.
3. The Secretary shall keep a record of all meetings of the Club and of the Board and of all matters of which a record shall be ordered by the Club, have charge of the correspondence, notify new members of their election to membership, notify Officers and Board Members of their election, and carry out such other duties as are prescribed in the Constitution and Bylaws.
4. The Treasurer shall collect and receive all monies due or belonging to the Club. Monies shall be deposited in a bank designated by the Board, in the name of the Club. The books shall be kept on an accounting computer program designated and paid for by the Club. The books shall at all times be open to inspection by the Board and a monthly balance sheet shall be available at every general 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 monies received and expended during the previous fiscal year and an internal audit by a Board appointed Committee shall be completed within 30 days of the annual meeting. An outside Audit shall be conducted at the discretion of the Board.

The Treasurer and Secretary shall be bonded in such amount as the Board sees fit at the Club's expense.

Section 3. Vacancies

Any vacancies occurring on the Board or among the Officers shall be filled for the remainder of the term by a majority vote of the remaining board members at its first regular meeting following the creation of such vacancy, or at a special board meeting called for that purpose in accordance with the rules outlined in Article IV Section 4.

Exception: The Vice President shall fill a vacancy in the office of President automatically and the Board shall fill the resulting vacancy in the office of Vice President.

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 election at 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 January in conjunction with the regularly scheduled general meeting. At this time the Officers and Directors of the ensuing year shall be elected by

secret ballot from among those nominated in accordance with Section 4 of this Article.

They shall take office immediately upon the conclusion of the election and each retiring Officer shall turn over to the successor in office all properties and records relating to that office within 30 days of the election.

Section 3. Elections

The nominated candidate receiving the greatest number of votes for each office shall be declared elected. The five (5) nominated candidates for positions on the Board who receive the greatest number of votes for such positions shall be declared elected.

Section 4. Nominations

All nominees must be members in good standing. All Board nominees must have been club members for a minimum of one (1) year. All Officer nominees must have served at least one year on the Board within the last three (3) years. No person may be a candidate in a club election who has not been properly nominated.

During the month of September, the Board shall select a Nominating Committee consisting of three members and two alternates, not more than one of which may be a member of the Board. The Secretary shall immediately notify the committee members and alternates of their selection. The Board shall name a chairperson for the Committee and it shall be such person's duty to call a committee meeting to be held on or before September 30.

1. The Nominating Committee shall nominate one (1) candidate for each office and position on the Board. After securing the consent of all persons so nominated, the Committee shall immediately report their nominations to the Secretary in writing.

2. Upon receipt of the Nominating Committee's report, the Secretary shall notify each member in writing of the candidates so nominated by or at the October meeting.
3. Any member in attendance at the November meeting may make additional nominations provided that the person so nominated does not decline when their name is proposed. If the proposed candidate is not in attendance at this meeting, the nominator shall present to the Secretary a written statement from the proposed candidate signifying willingness to be a candidate. No person may be a candidate for more than one position.
4. 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 appoint standing committees to advance the work of the Club. 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 Board upon written notice to the appointee and the Board may appoint successors to those persons whose services have been terminated.

Section 3.

The Board must approve all committee chairpersons. Each chairperson will be responsible for appointing his or her own assistants.

All committee chairpersons shall render periodic reports to the general membership as to the progress of their work, recommendations and requests.

Article VI - Discipline

Section 1. American Kennel Club Suspension

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

2. **Conduct of Members**

Members will at all times endeavor to be courteous and cooperative to each other and to the public.

Members whose conduct is deemed to be prejudicial to the best interests of the Club shall be handled as outlined in Section 3 of this Article.

Section 2. Charges

Any member in good standing 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 Secretary together with a deposit of thirty (\$30.00) dollars, which shall be forfeited if the Board following a hearing does not sustain such charges.

The Secretary shall promptly send a copy of the charges to each member of the Board.

The Secretary shall promptly send one copy of the charges to the accused member via certified, return receipt mail.

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. If the Board considers that the

charges do not allege conduct that would be prejudicial to the best interests of the Club, it may refuse to entertain jurisdiction.

In the event that charges have been brought against a member of the Board or an Officer, said person shall be excused from the Board meeting to entertain jurisdiction.

If the Board entertains jurisdiction of the charges, it shall fix a date for a hearing by the Board not less than three (3) weeks or more than six (6) weeks thereafter.

The Secretary shall promptly send one (1) copy of the charges to the accused member by certified mail, return receipt, 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.

In the event charges have been brought against an Officer, the remainder of the Board will appoint another board member to that position until the charges have been resolved.

Exception: The Vice President shall fill a vacancy in the office of President automatically.

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 complainant and defendant, the Board 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.

In the event AKC or the Club suspends an Officer, they shall not be allowed to return to or hold any other Officer position.

If the Board deems that punishment insufficient, it may also recommend to the membership that the penalty be expulsion. In any 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 Board's recommendation.

Immediately after the Board has reached a decision, the findings shall be put in written form and filed with the Secretary. The Secretary, in turn, shall notify each of the parties of the Board's decision and penalty, if any.

Section 4. Expulsion

Expulsion of a member from the Club may be accomplished only at a meeting of the Club following a board hearing and upon the Board's recommendations as provided in Section 3 of this Article. Such proceedings may occur at a regular or special meeting of the Club to be held within 60 days but not earlier than 30 days after the date of the Board's recommendation of expulsion. The defendant shall have the privilege of appearing in his or her own behalf, though no evidence shall be taken at this meeting.

The President shall read the charges and the Board's finding and recommendation, and shall invite the defendant, if present, to speak in his or her own behalf if he or she wishes. The members shall then vote by secret ballot on the proposed expulsion. A 2/3 majority vote of those present and voting at the meeting shall be necessary for expulsion. If expulsion is not so voted, the Board's suspension shall stand.

Article VII - Amendments

Section 1.

Amendments to the Constitution and Bylaws may be proposed by the Board or by written petition addressed to the Secretary signed by 20 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 the recommendations of the Board by the Secretary for a vote within three months of the date when the petition was received by the Secretary.

Section 2.

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

Section 3.

No amendment to the Constitution and Bylaws that is adopted by the Club shall become effective until the Board of the American Kennel Club has approved it.

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 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, proceeds thereof or any assets of the Club shall be distributed to any club members. After payment of the debts of the Club, any property and assets shall be given to a charitable organization selected by the Board for the benefit of dogs.

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
Approval of 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
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:

Approval of minutes of the last Meeting
Report of Secretary
Report of Treasurer
Reports of Committees
Unfinished Business
New Business
Adjournment

Article X - Parliamentary Authority

The rules contained in the current edition of *Robert's Rules of Order, Newly Revised* shall govern the Club in all cases to which they are applicable and in which they are not inconsistent with this Constitution and Bylaws or any other special rules of order the Club may adopt.