

CONSTITUTION AND BY-LAWS

DURHAM KENNEL CLUB, INC.

October 1, 1967

ARTICLE I -- NAME AND PURPOSE

SECTION 1. The name of this corporation shall be the Durham Kennel Club, Inc.

SECTION 2. The purposes of the club shall be:

- a. To promote good sportmanship and to bring about a closer and more friendly association of dog owners and dog lovers.
- b. To promote an appreciation on the part of the general public of the value of pure-bred and well-behaved dogs.
- c. To support legislation and community action looking to the betterment of dogs' welfare.
- d. To hold and conduct sanctioned matches, dog shows, and obedience trials under the rules of the American Kennel Club.
- e. To cooperate with other duly organized kennel clubs in the interest of all such clubs as a group.
- f. To raise monies to support the above purposes in such manner as the members may deem suitable.

SECTION 3. The Club shall not be conducted nor operated for profit, and no part of any profits or remainder or residue from dues or donations to the Club shall inure to the benefit of any member or individual.

ARTICLE II -- MEMBERSHIP

While membership is to be unrestricted as to residence, the Club is to be representative of the breeders and exhibitors in its immediate area. Members are to be of good character.

SECTION 1. The number of members is unlimited.

SECTION 2. There shall be two classes of membership, adult and junior. The adult membership shall include persons eighteen years of age and over. Junior membership shall include persons up to eighteen years of age. Junior members shall not have the privilege of voting.

SECTION 3. Applications for membership, endorsed by one member and accompanied by the payment of annual dues, shall be made to the chairman of the membership committee. The application shall be voted on at the next general meeting. On an affirmative vote of a majority of members present and voting, the membership chairman shall issue the membership card, having sent the dues to the treasurer.

SECTION 4. The individual annual dues shall be \$3.00 for adults, and \$1.00 for juniors, payable in advance for each calendar year. Annual dues for husband and wife shall be \$7.50. Members joining the Club after September 1 shall pay one-half the annual dues for that year.

- SECTION 5. Members shall be billed no later than January 10. A membership for which dues have not been paid by April 1 shall be considered terminated. A person is not entitled to vote at any meeting if his dues are not paid on the date of that meeting.

ARTICLE III -- MEETINGS

- SECTION 1. The Club shall hold monthly meetings within 25 miles of the City of Durham, with the possible exceptions of July and August. Written notice of each such meeting shall be mailed by the corresponding secretary 10 days prior to the date of such meeting. The quorum for such meeting shall be 20% of the members in good standing.
- SECTION 2. The Board of Directors shall hold at least five meetings each year, within 25 miles of the City of Durham, and may be convened at the call of the president, or upon request of three of its members. The quorum of the Board shall be six of its members.
- SECTION 3. Special meetings of the membership may be called at any time by the president, or by the corresponding secretary upon receipt of a petition signed by six members in good standing. Such meeting shall be held within 25 miles of the City of Durham. Written notice of such meeting shall be mailed by the corresponding secretary 10 days prior to such meeting. Said notice shall state the purpose of the meeting, and no other club business shall be transacted there at. The quorum for such meeting shall be 20% of the members in good standing.
- SECTION 4. The meeting place or places for the membership, shall be determined by the chairman of the program committee, after conferring with the social chairman and the president.

ARTICLE IV -- GOVERNING BODY

- SECTION 1. The Governing Body of the Club shall be an 11 member Board of Directors, composed of the five officers of the Club, and six members elected at large from the Club membership. General management of the Club's affairs shall be entrusted to the Board, but matters of policy shall be taken to the next general meeting for action by the membership.
- SECTION 2. The officers of the Club shall be: President, Vice-President, Recording Secretary, Corresponding Secretary, and Treasurer, each of whom shall serve until his successor has been elected.
- SECTION 3. The president shall be the administrative and executive head of the Club, and shall be an ex-officio member of all committees. The president shall preside at all meetings of the Club, and of the Board of Directors and fulfill the duties of this office.
- SECTION 4. The Vice-President shall have the powers and exercise the duties of the president in case of the president's absence or incapacity.
- SECTION 5. The recording secretary shall keep all the records of the Club and of the Board of Directors in a book provided for that purpose, and shall keep all the books, papers and records of the corporation. The recording secretary shall keep a written record of all ballots for the candidates at the annual elections of officers and delegates.
- SECTION 6. The corresponding secretary shall keep the membership roll, and write correspondence as directed by the Board of Directors.

SECTION 7. The Treasurer's duties shall be:

- a. To collect all monies destined for the Club's treasury.
- b. To keep complete and accurate accounts of the Club's receipts and disbursements, rendering an up-to-date accounting at each Board meeting and at each general meeting of the corporation.
- c. To keep the books open to inspection by any Board Member, and in such manner that the financial status of the corporation is clearly stated at all times.
- d. To keep all funds of the corporation in banks or depositories designated by the Board, in the name of the Durham Kennel Club, Inc.

SECTION 8.

- a. The treasurer shall be bonded and the books audited annually at the close of the fiscal year, by a CPA, such expense to be borne by the corporation.
- b. The president and the corresponding secretary shall each have a revolving petty cash fund of \$25.00, payable by check. They shall be accountable to the treasurer for the expenditure of these funds.
- c. All expenditures less than \$50.00 shall be authorized by the Board, and all expenditures of \$50.00 or more shall be authorized by a majority of the members present at a general meeting of the Club.

- SECTION 9. The Governing Body of the Club shall be elected for a one-year term at the Annual Business Meeting in May, and shall take office upon election. The Board of Directors shall have the power to fill vacancies in their body in the following manner: the president shall be succeeded by the vice-president. All other vacancies shall be filled at the next regular meeting, or at a special meeting called for that purpose. Nominations can be made from the floor.

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, Obedience Trials, Membership, Program, Publicity, Budget, Breeder's Information, Education, Juniors, Special Awards, 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 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 - - CLUB YEAR, ANNUAL MEETING, ELECTIONS

- SECTION 1. The fiscal year of the Club shall begin on the first day of June, and end on the thirty-first day of May.

SECTION 2. The May meeting shall be declared the Annual Business Meeting. At this time, officers and chairman of committees shall make their yearly reports. Also at this meeting, the directors and officers shall be elected by written ballot from among those nominated in accordance with Section 3 of this Article. They shall take office immediately upon conclusion of the election. Each retiring officer and chairman shall turn over to his successor all properties and records within 30 days after the election.

SECTION 3. The Board of Directors, at a meeting at least 30 days prior to the April meeting, shall appoint a nominating committee of three members, no more than one of whom shall be a member of the Board. The Board shall name a chairman of the Committee, and it shall be his duty to call a meeting of the committee before the April general meeting of the Club.

- a. The committee shall nominate one candidate for each office, six candidates for the six positions at large on the Board, and one candidate for delegate to the official meetings of the American Kennel Club. After securing the consent of each person so nominated, the committee shall report its nominations to the corresponding secretary, in writing, not less than 21 days prior to the Annual Meeting.
- b. Upon receipt of the nominating committee's report, the corresponding secretary shall include copies of the report in the notice of the Annual Meeting, which shall be mailed 10 days prior to the meeting.
- c. Nominations from the floor may be made at the Annual Meeting by any member in attendance provided: that if the proposed candidate is not present, his proposer shall present to the recording secretary a written statement from the proposed candidate signifying his willingness to be a candidate. No person may be a candidate for more than one office.

ARTICLE VII -- DISCIPLINE

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

SECTION 2. Any further disciplining of members shall follow the procedures of Article XII of the By-Laws of the American Kennel Club.

ARTICLE VIII -- AMENDMENTS

SECTION 1. Amendments to these By-Laws may be proposed by the Board of Directors or by a written petition addressed to each of the two secretaries, signed by 20% of the members in good standing.

SECTION 2. Copies of the proposed amendments shall be mailed to each member with notice of the meeting, 10 days prior thereto.

SECTION 3. Such amendments shall be presented for discussion at the next general meeting, or at a special meeting called for that purpose, but may not be acted upon until the next following general meeting or special meeting called for that purpose. At least four weeks shall elapse between the dates of the two meetings.

SECTION 4. An affirmative vote of two-thirds of the members present shall be necessary to adopt a proposed amendment.

SECTION 5. Any proposed amendment rejected by the members may not be resubmitted for consideration until six months shall have elapsed from the time of such rejection.

SECTION 6. No amendments to the By-Laws adopted by the Club shall become effective until it has been approved by the Board of Directors of the American Kennel Club.

ARTICLE IX -- DISSOLUTION

SECTION 1. The Club may be dissolved at any time by the written consent of not less than two-thirds of the members. In the event of dissolution of the Club, 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 for the benefit of dogs to a charitable organization selected by the Board.

ARTICLE X -- PARLIAMENTARY RULES

All meetings of the Club shall be conducted in accordance with Robert's Rules of Order except as these By-Laws provide otherwise.