



DURHAM KENNEL CLUB

CONSTITUTION AND BY-LAWS

Adopted: May 21, 1973

Revised: October 11, 1982
March 18, 1985
April 17, 1989
December 3, 1999
December 18, 2000

Constitution

Article I. Name and Objectives

Section 1. The name of the Club shall be Durham Kennel Club, Inc.

Section 2. The objects of the Club shall be:

- a) To further the advancement of all breeds of purebred dogs
- b) To do all in its power to protect and advance the interests of all breeds of purebred dogs and to encourage sportsmanlike competition at dog shows and performance events
- c) To conduct sanctioned matches, dog shows, and performance events under the rules of the American Kennel Club

Section 3. The Club shall not be conducted or operated for a profit and no part of any profits or remainders of residues 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 by-laws as may be required to carry out these objectives.

By-Laws

Article I. Membership

Section 1. Eligibility. There shall be four types of membership: Candidate Membership, Regular Membership, Junior Membership, and Honorary Life Membership. Membership is open to any person who is in good standing with the American Kennel Club and who subscribes to the purposes of this Club. While membership is to be unrestricted as to residence, the Club's primary purpose is to represent the breeders and exhibitors in the immediate area.

- a) Candidate Membership is open to any person who wishes to begin the process of becoming a Regular or Junior Member of the Club. Such a person shall submit an application for candidacy to the Membership Chair notifying the Club of the person's interest in the Club and desire that records of the candidate's participation be maintained by the Club. Candidate Members may not hold elective office or vote.
- b) Regular Membership is open to any Candidate Member, eighteen years of age and older, who has attended at least two member meetings, assisted with at least two Club functions, has two Regular Members as sponsors, and has shown an active interest in the goals and objectives of the Club. In addition, any person who has previously been a Regular or Junior Member of the Club and whose membership was terminated by means other than expulsion may, by paying membership dues and submitting an application for membership, be reinstated as a Regular Member of the Club. All privileges of the Club are available to Regular Members.
- c) Junior Membership is open to any Candidate Member under the age of eighteen years, who has attended at least two member meetings, assisted with at least two Club functions, has two Regular Members as sponsors, and has shown an active interest in the goals and objectives of the Club. All privileges of the Club, with the exception of holding elective office and voting, are available to Junior Members.
- d) Honorary Life Membership is to be conferred upon special members of the Club as recognition of special contributions to the Club by those individuals. Names of candidates for this honor may be proposed by the Board of Directors or submitted to the Recording Secretary in writing by any member for consideration by the Board of Directors. The Board shall consider these petitions at its next regular meeting. If the Board concludes that a person should be considered for Honorary Life Membership, it shall submit its recommendations to the membership at a regular member meeting. Honorary Life Members have all the rights and privileges of a Regular Member. Honorary Life Members shall not be required to pay annual dues.

Section 2. Dues. Membership Dues shall be fixed from time to time by the Board of Directors, not to exceed \$30.00 per year (for an individual) and \$40.00 (for a husband and wife). The dues may vary for the various types of membership and a special rate may be charged for husband and wife members.

Membership dues are payable on or before the first day of June of each year. Regular Members joining the Club after January 1 and before June 1 shall pay one half of the annual dues for that year. No Regular Member may vote whose dues are not paid for the current year. The April Newsletter will have a Dues reminder. The May and June Newsletters will contain the Dues Form.

Section 3. Election to Membership. Each applicant for Candidate or Regular Membership shall apply on a form approved by the Board of Directors, which shall provide that the applicant agrees to abide by the constitution, by-laws and rules of the Durham Kennel Club, and the rules of the American Kennel Club. Applications for Regular Membership shall state the name, address, and occupation of the applicant and shall carry the sponsorship of two Regular Members in good standing. The prospective member shall submit dues payment for the current year with the application. All applications shall be filed with the Recording Secretary, or with a Membership Committee if one has been appointed by the Board. After notice, the names of the applicants to be voted on will be published in the notice of the member meeting. The Recording Secretary or Membership Committee shall present the names of applicants for Candidate or Regular Membership to the Board for review as soon as possible. The Board shall consider each request and, at the next regular member meeting, shall make a recommendation to the membership as

to whether the applicant should be allowed to be considered for membership. The affirmative votes of 3/4 of the regular members present and voting at that meeting shall be required to admit a new member.

Applicants for membership who have been rejected by the members may reapply after six months from such rejection. Immediately after admission or rejection of an applicant, the Corresponding Secretary of the Membership Committee, if one has been appointed by the Board, shall notify the person affected of the action taken.

*Any person may, in lieu of becoming a member, subscribe to the Club newsletter at a price not to exceed \$30.00, which shall cover the cost of producing and mailing the subscription.

Section 4. Termination of Membership. Membership may be terminated as follows:

- a) Resignation. Any member in good standing may resign from the Club upon written notice to the Secretary.
- b) 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 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 as of the date of that meeting.
- c) Expulsion. A membership may be terminated by expulsion as provided in Article VI of these By-Laws.

Article II. Meetings and Voting

Section 1. Member Meetings. Meetings of the members shall be held in the greater Durham, North Carolina area on the third Monday of each month, with the exceptions of July and August, at such hour and place as may be designated by the Board of Directors. Provided that, for cause sufficient to it, the Board of Directors may fix a different date for a member meeting than the day otherwise established for such meeting by this section.

Section 2. Special Member Meetings. Special Member Meetings may be called by the Board of Directors, the President, or by five Regular Members of the Club who are in good standing. It shall be the duty of the Corresponding Secretary to cause notice of the meeting to be given as hereinafter provided. Such special meetings shall be held in the greater Durham area at such place, date, and hour as may be designated by the person or persons calling such meetings. Such Special Meetings may not be held less than ten (10) days after the meeting is called.

Section 3. Notice and Quorum. Written notice of the date, hour, and place of a member meeting, and in the case of a special meeting or of a regular meeting at which business requiring special notice is to be transacted, the purpose(s) of the meeting shall be mailed to each member by the Corresponding Secretary at least 5 days and not more than 15 days prior to the date of the meeting. At a special meeting, no Club business may be transacted except those matters contained in the notice of the meeting. The quorum for meetings shall be 20% of the Regular Members in good standing.

Section 4. Board Meetings. The Board of Directors shall hold regular monthly meetings during the months of June, August, September, November, February, and April each year in the greater Durham area at such times and places as may be designated by the resolution of the Board. Provided that, for good cause, the President may change the date, time or place of a regular board meeting before notice of the meeting has been mailed, and provided further that the Board may resolve at any regular meeting that the next regular meeting shall be waived. Written notice of each such meeting shall be mailed to the board members by the Corresponding Secretary at least 5 days prior to the date of the meeting. The quorum for such a meeting shall be a majority of the directors in office.

Section 5. Special Board Meetings. Special meetings of the Board may be called by the Board, by the President, or by any three members of the Board. Such special meetings shall be held in the greater Durham area at such place, date, and hour as may be designated by the person or persons calling such a meeting. Written notice of such meeting shall be mailed by the Corresponding Secretary at least 5 days and not more than 10 days prior to the date of the meeting, or telegraphic notice shall be filed 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 Directors in office.

Section 6. Voting. Each Regular Member in good standing whose dues are paid for the current year shall be entitled to one vote upon each matter submitted to a vote at any member meeting of the Club at which he is present. Proxy voting and mail voting will not be permitted at any Club meeting or election.

Article III. Directors and Officers

Section 1. Board of Directors. The Board shall be comprised of the President, Vice President, Recording Secretary, Corresponding Secretary, Treasurer, and four (4) other persons. All Directors shall be Regular Members in good standing and shall be elected for one year terms at the Club's annual meeting as provided in Article IV and shall serve until their successors are elected. 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 Board and its meetings.

- a) The President shall preside at all meetings of the members 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 By-Laws.
- 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 Club and of the Board and of all matters of which a record shall be ordered by the Board, and shall perform such other functions as shall be assigned from time to time by the Board or prescribed by these By-Laws.
- d) The Corresponding Secretary shall have charge of the correspondence, notify members of meetings, notify new members of their election to membership, notify officers and directors of their election to office, keep a roll of the members of the Club with their addresses, and carry out such other duties as are prescribed in these By-Laws.
- e) The Treasurer shall collect and receive all monies due or belonging to the Club. The Treasurer shall deposit the same in a bank designated by the Board, in the name of the Club. The Treasurer's books shall at all times be open to inspection of the Board and the Treasurer shall report at every Board and member meeting on the condition of the Club's finances. The Treasurer shall be audited annually by an independent, competent source selected by the Board. At the annual member meeting the Treasurer shall render a summary report of all monies received and expended during the previous fiscal year. At the August board meeting, the Treasurer shall propose a budget for the ensuing fiscal year for the approval of the Board. The budget as approved by the Board shall be presented to and voted on by the members at the September Member Meeting. The Treasurer shall be bonded in such amount as the Board of Directors shall determine.

Section 3. Removal. Any Regular Member may bring one or more charges for cause against any one or more Board Member and may request removal of such Board Member by filing such charges with the Recording Secretary, together with a petition signed by five Regular Members requesting that such charges be heard and acted upon at the next regular member meeting or a special member meeting called for that purpose. Notice of the charges verbatim, of the Board Member(s) against whom the charges have been filed, and the member(s) filing the charges shall be delivered to the Board and to the membership at least ten days before the meeting at which such charges shall be considered. The member(s) bringing the charges and the Board Member(s) charged shall be heard in person and by witnesses, and may present evidence. The Member(s) shall be heard first. The question of the removal of each charged Board Member shall be considered separately by the membership, and only if evidence in support of the charges has been presented through oral statements, documents, or otherwise.

Section 4. Vacancies. Any vacancies occurring on the Board or among the Officers during the year shall be filled until the next annual election by a majority vote of all the then members of the Board at its first regular

meeting following the creation of such vacancy, or at a special Board Meeting called for that purpose; 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.

Article IV. The Club Year, Annual Meeting, Elections

Section 1. Club Year. The Club's fiscal year shall begin on the 1st day of June of each year and end on the 31st day of May of the next year. 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 the member meeting held in the month of May, at which the Officers, other board members, and Delegate to The American Kennel Club 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 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 3. Elections. The nominated candidate receiving the greatest number of votes for each office shall be declared elected. The four nominated candidates for the remaining positions on the Board who receive the greatest number of votes for such positions shall be declared elected.

Section 4. Elections Committee.

- a) At the beginning of each Club official year, the Board shall appoint an Elections Committee Chairperson, who shall assemble a committee of not less than 5 Regular Members. The purpose of this committee shall be to make nominations for the Board of Directors and the Delegate to the American Kennel Club, and to conduct any ballot voting.
- b) The Committee shall nominate as many candidates as it shall deem advisable for Delegate to The American Kennel Club, who may but need not be a director, and for the Officers and four other positions of the Board. After securing the consent of each person so nominated, it shall immediately report its nominations to the Recording Secretary in writing.
- c) The Committee shall report its nominations to the Recording Secretary before January 15th, and the Corresponding Secretary shall notify each member in writing of the candidates so nominated by February 15th, or by means of the club newsletter published in February.
- d) Additional nominations may be made in writing by any five (5) Regular Members over their signatures. Such nominations shall be submitted with the written consent of the nominee to the Recording Secretary at or prior to the April member meeting. The Recording Secretary shall read these nominations before the meeting is opened to nominations from the floor.
- e) Additional nominations may be made at the April member meeting by any Regular Member in attendance, provided that the person nominated does not decline when his name is proposed, and provided further that, if the person so nominated is not in attendance at this meeting, the person making the nomination shall, prior to the beginning of the April member meeting, present to the Recording Secretary a written statement from the proposed candidate signifying his willingness to be a candidate. Except for the position of Delegate to the American Kennel Club, no person may be a candidate for more than one position, and the additional nominations which are provided for herein may be made only from among those members who have not accepted another nomination of the Nominating Committee.
- f) Nominations cannot be made at the annual meeting or in any manner other than as provided in this Section. No person may be elected to office who has not been nominated as provided in this section.
- g) For all votes to admit members, and all elections for the Board of Directors and Delegate to the American Kennel Club, and any other ballot voting, the Committee shall prepare ballots, verify those eligible to vote, rule on any questions on method of voting, count ballots, and report election or ballot results to the President and Recording Secretary.

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, training classes, 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 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 privileges of the American Kennel Club automatically shall be suspended from privileges of this Club for a like period.

Section 2. Charges. Any Regular 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 Recording Secretary with a deposit of \$10.00, which shall be forfeited if such charges are not found by the Board to be based on reasonable cause following a hearing. The Corresponding Secretary shall promptly send a copy of the charges to each Director or present them at a Board Meeting, and 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 which would be prejudicial to the best interests of the Club, it may refuse to hear the charges. If the Board decides to hear the charges it shall fix a date of a hearing by the Board not less than 3 weeks nor more than 6 weeks thereafter. The Corresponding Secretary shall promptly send one copy of the charges to the accused member by registered mail together with notice of the hearing and an assurance that the charged member may personally appear in his own defense and bring witnesses if he wishes.

Section 3. Board Hearing. The Board shall have complete authority to decide whether counsel may attend the hearing, but both complainant and charged member shall be treated uniformly in that regard. Should the charges be sustained by the Board after presentation of evidence and testimony presented by the complainant and then by the charged member, the Board may, by a majority vote of the Directors present, suspend the charged member from all privileges of the Club for not more than six months from the date of the hearing. And, if it deems that punishment insufficient, it may also recommend to the membership that the penalty be expulsion. In such case, the suspension shall not restrict the charged member's right to appear before his fellow members at the ensuing Club meeting which considers the Board's recommendation. Immediately after the Board has reached a decision, its findings shall be put in written form and filed with the Recording Secretary. The Corresponding Secretary 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 member meeting 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 member meeting held within 60 days but not earlier than 30 days after the date of the Board's recommendation of expulsion. The charged member shall have the privilege of appearing in his own behalf, though no evidence shall be taken at this meeting. The President shall read the charges and the Board's findings and recommendations, and shall invite the charged member, if present, to speak in his own behalf if he wishes. The Regular Members shall then vote by secret ballot on the proposed expulsion. A 3/4 vote of the Regular Members 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 By-Laws may be proposed by the Board of Directors or by written petition addressed to the Recording Secretary signed by 20% of the Regular Members 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 Corresponding Secretary for a vote within

three months of the date when the petition was received by the Recording Secretary.

Section 2. The Constitution and By-Laws may be amended by the affirmative vote of 3/4 of the Regular Members present and voting at the regular or special member meeting called for the 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 or By-Laws 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 written consent of not less than 3/4 of the Regular 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 business meetings of the members, the order of business, so far as the character and nature of the meeting may permit, shall be as follows:

- Roll Call or Signing of the Roll to establish the existence of a quorum
- Minutes of the Last Meeting as published in the Newsletter
- Report of President
- Report of Recording Secretary
- Report of Corresponding Secretary
- Report of Treasurer
- AKC Delegate's Report
- Reports of Committees
- Election of Delegate and Board of Directors (at Annual Meeting)
- Election of new members
- Unfinished Business
- New Business
- Brag
- 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 the President
- Report of Recording Secretary
- Report of Corresponding Secretary
- Report of Treasurer
- AKC Delegate's Report
- Reports of Committees
- Unfinished business
- New business
- Adjournment

Section 3. Robert's Rules of Order Revised will govern all matters of parliamentary procedure not covered by these By-Laws, provided such rules of order are not inconsistent with specific provisions of the By-Laws.