

# HANGTOWN KENNEL CLUB CONSTITUTION & BY-LAWS

## CONSTITUTION AND BY-LAWS

### CONSTITUTION

#### NAME AND OBJECTIVES

**Section 1** The name of the Club shall be Hangtown Kennel Club of Placerville, CA., Inc. (hereafter referred to as the Club).

**Section 2.** The objectives of the Club shall be:

- a) to further the advancement and participation of all breeds of purebred and All-American dogs.
- b) to do all in its power to protect and advance the interests of dog shows, performance events, and any other American Kennel Club events for which the club is eligible. To encourage sportsmanlike competition in such events, and
- c) to conduct sanctioned matches, dog shows, performance events, and any other American Kennel Club dog-related events for which the club is eligible under the Rules and Regulations of the American Kennel Club.

**Section 3.** The Club shall not be conducted or operated for profit. No portion of any monies collected by the club (dues, donations, entry fees, etc.) shall inure to the benefit of any member or individual. This does not mean that the Club cannot do business with club members, but rather, that the Club may only do business with club members if products and/or services provided by the club member are provided to the Club at a competitive price.

**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 AND DUES

**Section 1. Eligibility.** While membership is to be unrestricted as to locale, the Club's primary purpose is to be representative of breeders and exhibitors in its immediate area. These memberships are open to all persons who are in good standing with the American Kennel Club and who subscribe to the objectives of this Club. There shall be six (6) types of memberships:

Regular: for individuals 18 years and older. This membership carries rights to vote and hold office.

Household: for any individuals over 18 who reside at the same address. This regular membership is limited to no more than two (2) individuals who each have rights to vote and hold office.

Junior: for individuals from age 10 up to and including age 17. They may participate fully in the activities of the Club but may not hold office, serve on the Nominating Committee nor vote. Junior members in good standing shall be admitted to Regular membership automatically at age 18.

Regular Life: Members who have been in good standing for (twenty) 20 consecutive years will be recognized by the Board and named Life members, retaining all privileges as a Regular member of the club but are exempt from paying dues.

## HANGTOWN KENNEL CLUB CONSTITUTION & BY-LAWS

Associate: for individuals for whom attendance at Club meetings may be difficult. They may participate fully in the activities of the Club, but may not hold office, serve on the Nominating Committee nor vote.

Associate Life: Associate members who have been in good standing for 20 consecutive years will be recognized by the Board and named Associate Life members, retaining all privileges as an Associate member of the club but are exempt from paying dues.

**Section 2. Dues:** Dues shall be set by the Executive Board, with approval of the membership. Membership dues shall not exceed \$50 per year, payable on or before the 1st day of January of each year. No member may vote whose dues are not paid for the current year. During the month of November, the Treasurer shall send each member a statement of his or her dues for the ensuing year. This notice may be provided by email or US Mail. Membership shall be terminated if dues remain unpaid for (sixty) 60 days after the due date of January 1<sup>st</sup>. Dues for those joining after the 1st day of July shall be 50% of regular dues.

### **Section 3. Election to Membership.**

Prior to submitting an application, prospective members are required to attend two (2) complete general meetings. However, they may be given an application for membership accompanied by the Constitution and By-Laws; and Policies, Guidelines, and Operating Practices of the club at the beginning of their second meeting. Each applicant for membership shall apply on a form as approved by the Executive Board. The application shall indicate that by signing it, the applicant agrees to abide by the Constitution and By-Laws of the Hangtown Kennel Club of Placerville, CA Inc. and the rules of the American Kennel Club. The application shall state the name, address, breeds owned and occupation of the applicant. It shall carry the endorsement of two Club members in good standing who have been members for at least one (1) year. Sponsors may not be of the same family and one sponsor must own a different breed of dog than the applicant. The prospective member shall submit dues payment for the current year with the application.

The completed application, including sponsors' signatures, may be submitted and read at the end of the second meeting attended by the applicant or at a subsequent meeting. All applications are to be filed with the Recording Secretary and the prospective member's name, breed(s) and sponsors' names shall be printed in the next Club Newsletter or Board Notes following its first reading. At the next Club meeting at which the applicant is present, the application will be read for a second time and voted on. Affirmative votes of 3/4 of the members present and voting by secret ballot at that meeting shall be required to elect the applicant to membership in the Club. The Recording Secretary shall promptly notify prospective members of their acceptance or denial of membership into the Club.

Applicants for membership who have been rejected by the Club may not re-apply within six months after such rejection.

### **Section 4. Termination of Membership.** Memberships may be terminated by:

a) Resignation. Any member in good standing may resign from the Club upon written notice (presented in the form of an email, or letter received through the U.S. Postal Service, or hand delivered) to the Recording Secretary. No member may resign when in debt to the Club. Dues obligations are considered a debt to the Club and they are incurred on the first day of January. The difference in dues shall be forfeit upon resignation.

b) Lapsing. A membership will be considered as lapsed and automatically terminated if such member's dues remain unpaid (sixty) 60 days after the 1st day of January, however, the Board may grant an additional (thirty) 30 days of grace to such delinquent members in meritorious cases. In no case may a person whose dues are unpaid be entitled to vote at any Club meeting

## HANGTOWN KENNEL CLUB CONSTITUTION & BY-LAWS

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. Club Meetings.** Meetings of the Club shall be held monthly in the greater Placerville area on a day decided by the membership, at such hour and place as may be designated by the Executive Board.

Written notice of each meeting shall be mailed, or emailed by the Recording Secretary in advance of the date of the meeting. The quorum for meetings shall be 20% of the members who are eligible to vote and are in good standing.

**Section 2. Special Club Meetings.** Special Club meetings may be called by:

- a) the President,
- b) a majority vote of the members of the Board who are present and voting at any regular or special meeting of the Board, or
- c) five members of the Club who are eligible to vote and are in good standing by presenting a petition signed by them to the Recording Secretary, who will then call a meeting.

Such a special meeting shall be held in the greater Placerville area at such place, date and hour as may be designated by the person or persons authorized herein to call such meetings. Written notice of such a meeting shall be sent via email or U.S. Postal Service, whichever is most practical for the situation, by the Recording Secretary or an individual designated by the Board, at least 5 days but not more than (fifteen) 15 days prior to the date of such meeting. Said notice shall state the purpose of the meeting, and no other Club business may be transacted at that special meeting. The quorum for such meeting shall be 20% of the members who are eligible to vote and are in good standing.

**Section 3. Board Meetings:** Meetings of the Executive Board shall be held in the greater Placerville area once each month at such place, date and hour as may be designated by the Board. Written notice of each such meeting shall be sent via email or U.S. Postal Service, whichever is most practical for the situation, by the Recording Secretary or by an individual designated by the Board 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.

**Section 4. Special Board Meetings.** Special meetings of the Board may be called by the President. The Recording Secretary shall do so upon receipt of a written request signed by at least three members of the Board. Such special meetings shall be held in the greater Placerville area at such place, date and hour as may be designated by the person authorized herein to call such a meeting. Written notice of such meeting shall be emailed or mailed via U. S. postal service, whichever is most practical for the situation, by the President (or Recording Secretary when so designated by the Board) at least (five) 5 days and not more than (ten) 10 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 at that meeting. A quorum for such a meeting shall be a majority of the Board.

**Section 5. Voting.** Each regular member, regular life member and any two (2) persons in each household membership, in good standing, shall be entitled to one vote on each issue at any meeting of the Club at which he or she is present. Proxy voting will not be permitted.

### **ARTICLE III - DIRECTORS AND OFFICERS**

## HANGTOWN KENNEL CLUB CONSTITUTION & BY-LAWS

**Section 1. Executive Board:** The Board may be comprised of six (6) Officers, the President, Vice President, Recording Secretary, Corresponding Secretary, Treasurer, Past President and four (4) Directors. The President, Vice President, Recording Secretary, Corresponding Secretary, and Treasurer shall serve one-year terms, but may be re-elected. The Past President position will be held by the most current retired President and shall serve for one year. If the Past President is unable to serve, the position will remain vacant. The Directors shall serve two-year terms, with two members being elected each year. Election of Officers and Directors shall take place at the Club's Annual meeting stipulated in Article IV, section 2, and they shall serve until their successors are elected. General management of the Club's affairs shall be entrusted to the Executive Board.

**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 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 will 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. He or she shall 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. The Recording Secretary shall maintain a roster of member participation in club events and attendance at club meetings.

d) The Corresponding Secretary shall have charge of all correspondence with parties not members of the Club. This shall include, but not be limited to, the American Kennel Club, other clubs and individuals who are not members of the Club.

e) The Treasurer shall collect and receive all monies due or belonging to the Club. He or she shall deposit the same in a bank designated by the Board, in the name of the Club. His or her books shall be at all times open to inspection of the Board and he or she shall report to them at every meeting the condition of the Club's finances and every item of receipt or payment not before reported. At the annual meeting he or she shall render an account of all monies received and expended during the previous year. He or she shall notify members in November of their dues for the ensuing year. The Treasurer may be bonded in such amount as the Board shall determine.

**Section 3. 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 existing Board members 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 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 annual fiscal year shall begin on the 1st day of January and end on the 31st 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.

## HANGTOWN KENNEL CLUB CONSTITUTION & BY-LAWS

**Section 2. Annual Meeting.** The annual meeting shall be held in the month of December at which time Officers and Directors for the ensuing year(s) 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 conclusion of the election and each retiring officer shall turn over to his or her 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 nominated candidates for Directors who receive the greatest number of votes for such position shall be declared elected.

**Section 4. Nominations.** No person may be a candidate in a Club election who has not been nominated and who does not meet the Club's eligibility requirements. During the month of August, the Board shall select a Nominating Committee consisting of three members and two alternates, not more than one of whom may be a member of the Board. The Recording Secretary shall immediately notify the committee persons and alternates of their selection (via email or U.S. Postal Service).

The Board shall name a Chairperson for the Committee and it shall be his or her duty to call a committee meeting, which shall be held on or before October 15th.

a) The Committee shall nominate one or more candidates for each office and one or more candidates for each directorship. After securing the consent of each person so nominated, the Committee shall immediately report their nominations to the Recording Secretary in writing (via email or U.S. Postal Service).

b) Upon receipt of the Nominating Committee's report, the Recording Secretary or another person so designated by the Board shall, before the 1st day of November, notify the Club membership in writing (via email or U.S. Postal Service) of the candidates so nominated.

c) Additional nominations may be made at the November meeting by any member in attendance, provided that the person so nominated is eligible and accepts when his or her name is proposed. If the proposed candidate is not in attendance at this meeting, his or her proposer shall present to the Recording Secretary a written statement from the proposed candidate signifying his or her willingness to be a candidate.

d) 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 eligible members who have not accepted a nomination of the Nominating Committee. No person may be a candidate for an office who has not attended at least six (6) meetings or functions in the previous twelve (12) months

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

### **ARTICLE V - COMMITTEES**

**Section 1.** The Board may each year appoint standing committees to advance the work of the Club in such matters as shows, obedience trials, agility trials, education, 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 member's 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 the privileges of the American Kennel Club shall be automatically suspended from the privileges of this Club for a like period.

## HANGTOWN KENNEL CLUB CONSTITUTION & BY-LAWS

**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 Recording Secretary together with a deposit of \$10, which shall be forfeited if such charges are not sustained by the Board following a hearing. The Recording Secretary shall promptly send a copy of the charges to each member of the Board via email and present them at the next scheduled 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. 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 entertain jurisdiction. If the Board entertains jurisdiction of the charges, it shall fix a date of a hearing by the Board not less than three (3) weeks nor more than six (6) 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 as 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 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 of the evidence and testimony presented by witnesses, complainant and defendant, the Board may, by a majority vote of those present, reprimand or suspend the defendant. Suspension from all privileges of the Club will be for not more than six (6) months from the date of the hearing. If it deems that reprimand or suspension is insufficient, it 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 or her 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 Recording Secretary, in turn, shall notify each of the parties of the Board's decision and the 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 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 (60) days but not earlier than thirty (30) days after the date of the Board's recommendation. 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 findings and recommendations, and shall invite the defendant, if present, to speak in his or her own behalf if he or she wishes. The meeting shall then vote by secret written ballot on the proposed expulsion. A 2/3 vote of those members eligible and present voting at the meeting shall be necessary for expulsion. If expulsion is not so voted, the Board's suspension and/or reprimand shall stand.

### **ARTICLE VII - AMENDMENTS**

**Section 1.** Amendments to the Constitution and By-Laws may be proposed by the Executive Board or by written petition addressed to the Recording Secretary signed by 20% of the members who are eligible to vote and are in good standing. Amendments proposed by such petition shall be promptly considered by the Executive Board and must be submitted to the members with recommendations of the Board by the Recording Secretary for a vote within three (3) months of the date when the petition was received by the Recording Secretary.

**Section 2.** The Constitution and By-Laws may be amended by secret written vote of 2/3 of the eligible 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 mailed (via email or U.S. Postal Service) to each member at least two weeks prior to the date of the

## HANGTOWN KENNEL CLUB CONSTITUTION & BY-LAWS

meeting. Notice will be deemed given by including the proposed amendments in the Club Newsletter.

### **ARTICLE VIII - DISSOLUTION**

**Section 1. Dissolution.** The Club may be dissolved at any time by the written consent of not less than 2/3 of the eligible voting members. In the event of the dissolution of the Club other than for purposes of reorganization, whether voluntarily, involuntarily, 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 Executive Board.

### **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
- Program
- Minutes of the last meeting
- Report of the President
- Report of the Recording Secretary
- Report of the Corresponding Secretary
- Report of the Treasurer
- Report of the Committees
- Election of Officers and Directors (at the 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 a majority vote of those present shall be as follows:

- Reading of minutes of last meeting
- Report of the Recording Secretary
- Report of the Corresponding Secretary
- Report of the Treasurer
- Reports of the 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 any other special rules of order the Club may adopt.

Reviewed, revised, & approved February 2016