

OCONEE RIVER KENNEL CLUB
CONSTITUTION & BYLAWS

CONSTITUTION

ARTICLE I

Name and Objects

- Section 1: The name of the Club shall be the OCONEE RIVER KENNEL CLUB, INC.
- Section 2: The objective of the Club shall be:
- a) To further the advancement of all breeds of dogs.
 - b) To do all in its power to protect and advance the interest of all breeds of dogs through
 - dog shows
 - obedience and rally trials
 - agility trials
 - tracking tests
 - other events in which the Club is eligible and encourage sportsmanlike competition at such events; and
 - (c) To conduct
 - meetings
 - sanctioned matches
 - dog shows
 - obedience and rally trials
 - agility trials
 - tracking tests
 - and other events for which the Club is eligible under the rules and regulations of The American Kennel Club
 - d) To provide education to the general community and promote responsible dog ownership.
- Section 3: The Club shall not be conducted or 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.
- Section 4: The members of the Club shall adopt and may from time to time revise such Bylaws as may be required to carry out these objectives.
- Section 5: No member may act as an official representative of the Club in any legal matter, contract signing, writing for publication, or contacting the media without the direct approval of the Board.

BYLAWS

ARTICLE I Membership

Section 1: **Eligibility.** There shall be four types of memberships (Regular/Individual, Household, Junior, and Honorary) open to all persons who are in good standing with The American Kennel Club and who subscribe to the purposes of this Club.

- a) Regular (Individual) – Enjoys all Club privileges including the right to vote and hold office
- b) Household – Two (2) adult members (18 years of age or older) residing in the same household, each eligible to vote and hold office
- c) Junior – Open to children under 18 years of age; a non-voting/non-office holding membership which may automatically convert to Regular membership at age 18.
- d) Honorary – Shall consists of persons who, for outstanding service and loyalty to the dog fancy, shall be nominated for this honor at a meeting of the Board of Directors (hereinafter the Board), and approved by a majority of the members at a regular meeting. Honorary members pay no dues and are not eligible to vote. Honorary members cannot be elected to the Board. However, if an honorary member maintains either regular or household membership and pays dues, they shall vote.

The Club's primary purpose is to be representative of the breeders and exhibitors in its immediate area.

Section 2: **Dues.** Membership dues shall not exceed \$75.00 for a Household Membership and \$50.00 for a Regular (Individual) Membership per year. Membership dues shall be payable on or before the 1st day of February of each year. The Board must act by November 30th of the previous year for any dues change. If the Board does not act by that timeframe, the amount will stay the same. No member may vote whose dues are not paid for the current year. During the month of December, the Membership Chairperson shall send to each member, a statement of dues for the ensuing year.

Families with Junior members shall not be required to pay dues or application fees for the first year of membership. However, they must complete membership application requirements, attendance requirements and election to membership.

Section 3: **Election to Regular Membership. Application Submittal:** Each applicant for membership shall attend two (2) meetings of the Club and at the second meeting may if he or she wishes turn in an application on a form approved by the Board, which shall provide that the applicant agrees to abide by the Constitution and By-Laws and the rules of the AKC and Oconee River Kennel Club. The application shall state the name and address and occupation of the applicant and the breed or breeds of dogs which are interested in. The application shall carry the endorsement of two (2) members in good standing. Accompanying the application, the prospective member shall submit dues payment for the current year.

Application Acceptance: All applications are to be filed with the Secretary and then read and voted on at the next regular meeting. The candidate shall not be in attendance during the voting.

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

- a) By 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.
- b) By lapsing. A membership will be considered as lapsed and automatically terminated if such member's dues remain unpaid sixty (60) days after February 1st (the due date for all membership dues to be paid). However, the Board may grant an additional sixty (60) 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) By expulsion. A membership may be terminated by expulsion as provided in Article VI of these bylaws.

ARTICLE II

Meeting and Voting

Section 1: **Club Meeting.** Meetings of the Club shall be held at least six times each year in Watkinsville, Georgia or within the greater Oconee County/Watkinsville, GA area at such hour and place as may be designated by the Board. Written notice of each such meeting shall be mailed or e-mailed by the Secretary at least 10 days prior to the date of the meeting. The quorum for such meetings shall be 20 percent of the members in good standing.

The Club may send members notification of Club meetings, and board members notification of board meetings via e-mail, provided that the member or board member has signed an authorization agreeing to this method of communication.

Such authorization, which is revocable, will also release the Club from any liability should the notification not be received or be received late by the member or board member due to circumstances beyond the Club's control.

- 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 Secretary upon receipt of a petition signed by twenty (20) percent of the Club who are in good standing. Such special meetings shall be held in Watkinsville, GA or within the greater Oconee County/Watkinsville, GA 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 mailed by the Secretary at least ten (10) days and not more than fifteen (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 twenty (20) percent of the members in good standing.
- Section 3: **Board Meetings.** Meetings of the Board shall be at least six times each year in Watkinsville, GA or within the Greater Oconee County/Watkinsville, GA area at such hour and place as may be designated by the Board. A written notice or e-mail of each such meeting shall be mailed by the Secretary at least ten (10) 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 for the Board may be called by the President; and shall be called by the Secretary upon receipt of a written request signed by at least three members of the Board. Such special meetings shall be held in Watkinsville, GA or within the greater Oconee County/Watkinsville, GA area at such place, date, and hour as may be designated by the person authorized herein to call such meeting. The Secretary shall mail a written notice of such meeting at least ten (10) days and not more than fifteen (15) 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. The quorum for such a meeting shall be a majority of the Board.
- Section 5: **Voting.** Each Regular/Individual or Household member in good standing whose dues are paid for the current year shall be entitled to one vote at any meeting of the Club at which he/she is present. Proxy 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 Officers (President, Vice President, Secretary, Treasurer) and four (4) other persons as Directors-at-Large, all of who shall be members in good standing and elected 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.

As an ethical standard, the Club shall require all elected Officers and Board members to sign a statement that affirms no conflict of interest. They must abide by the rules of The American Kennel Club and The American Kennel Club Code of Sportsmanship.

The Officers shall be elected for (2) two-year terms, and directors' at large to (3) three-year terms. The four directors at large will be elected in staggered terms. An Officer may serve a maximum of two consecutive terms. Directors at large may not serve for more than two consecutive terms.

The immediate past President of the Club is a voting member ex officio of the Board for the period of one year. If the past President does not wish to be ex officio for this period, it must be stated in writing to the Secretary and that office will not be counted as part of the quorum for the Board for that year.

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.

- 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 President in addition to those particularly specified in these bylaws.
- 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 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 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 the bylaws.

- d) 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 at all times be open to inspection by the Board and 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; and at the annual meeting an accounting shall be rendered of all monies received and expended during the previous fiscal year. The Treasurer shall be bonded in such amount, as the Board shall determine.

To further ensure fiduciary trust:

- The treasurer may not be a treasurer in another non-profit kennel Club organization.
- All checks will be required to be signed by the treasurer and a designated officer/board member.
- Two members of the same household may not sign checks.
- There will be a yearly audit.

Any Officer or Board member who fails to perform the responsibilities of his/her office or fails to attend two meetings in a fiscal year without just cause may be removed from office by 2/3 vote of the Board and the vacancy shall be filled following the same procedure as for a vacant office.

Section 3: **Vacancies.** Any vacancies occurring on the Board or among the offices 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 and Elections

Section 1: **Club Year.** The Club's fiscal year shall begin on the first day of July and end on the last day of June.

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 the month of May at which officers and directors for 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 Club properties and records relating to that office within thirty (30) days after the election.

Section 3: **Elections.** The nominated candidate receiving the greatest number of votes for each office shall be declared elected.

Section 4: **Nominations.** No person may be a candidate in a Club election who has not been nominated. During the month of February, the Board shall select a Nominating Committee consisting of three members and two alternates, not more than one of who may be a member of the Board. The Secretary shall immediately notify the committee persons and alternates of their selection. The Board shall name a chairman for the committee and it shall be such person's duty to call a committee meeting, which shall be held on or before March 1st.

- a) The committee shall nominate one candidate for each office and positions on the Board and, after securing the consent of each person so nominated shall immediately report their nominations to the Secretary in writing.
- b) Upon receipt of the Nominating Committee's report the Secretary shall announce the candidates at the March general meeting of the candidates so nominated.
- c) Additional nominations may be made at the April meeting by any member in attendance, provided that the person so nominated does not decline when their name is proposed, and provided further that if the proposed candidate is not in attendance at this meeting, the proposer 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.
- d) Nominations cannot be made at the annual meeting or in any manner other than as provided in the Section.
- e) No person shall be eligible to serve as an officer unless the person has been a member in good standing for twenty-four consecutive months upon nomination. Any person nominated for a Board position must have been a member in good standing for twelve consecutive months upon nomination. In

both positions, as officer or director, the nominee must have attended at least three Club meetings in the preceding year.

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, rally and agility trials, tracking events, trophies, annual prizes, membership, responsible dog ownership community education and other events under the rules of the AKC 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 the privileges of The American Kennel Club automatically shall be suspended from the privileges of this Club for a like period.
- Section 2: **Charges.** Any member may prefer charges against a 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 non-refundable payment of \$75.00. The Secretary 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, 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 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 copy of the charges to the accused member by registered 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 he 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 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. 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 defendant'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 finding 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 recommendation as provided in Section 3 of this Article. Such proceedings may occur at a regular or special meeting 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 on his 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 on his own behalf if he wishes. The members shall then vote by secret ballot on the proposed expulsion. A 2/3 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 twenty (20) percent of the membership in good standing. Amendments proposed by such petition shall be promptly considered by the Board and must be submitted to the members with recommendations of the Board by the Secretary for a vote within three months of the date when the Secretary received the petition.

Section 2: The constitution and bylaws may be amended by a 2/3 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 mailed 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 2/3 of the 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.

ARTICLE IX

Order of Business

Section 1. At the meetings of the Club, the order of business, so far as the character and nature of the meeting may permit, shall be as follows:

- a) Roll Call
- b) Minutes of the last meeting
- c) Report of President
- d) Report of Secretary
- e) Report of Treasurer
- f) Reports of committees
- g) Election of officers and board (at annual meeting)
- h) Election of new members
- i) Unfinished business
- j) New Business
- k) 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:

- a) Reading of minutes of last meeting
- b) Report of Secretary
- c) Report of Treasurer
- d) Reports of Committees
- e) Unfinished business
- f) New business
- g) Adjournment

ARTICLE X
Parliamentary Authority

Section 1. **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 these bylaws and any other special rules of order the Club may adopt.