

2011

*Constitution
Of the
Greater Fredericksburg Kennel Club*

CONSTITUTION

Article I. Section 1. Section 2.

Name and Objectives

The name of the Club shall be the Greater Fredericksburg Kennel Club.

The objectives of the Club shall be:

- (a) To further the advancement of all breeds of pure bred dogs;
- (b) To do all in its power to protect and advance the interests of dog shows, agility trials, obedience trials;
- (c) To encourage sportsmanlike competition at such events; and
- (d) To conduct sanctioned matched, dog shows, agility trials and obedience trials under the rules of the American Kennel Club (AKC)
- (e) To provide means of informing the public about the standards for pure bred dogs, the availability of sound registered dogs as pets and show prospects, and to assist the community by providing

public education and support for all canines.

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 Club member or other 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.

BYLAWS

Article I. Membership

Section 1. *Eligibility.* There shall be two types of membership open to all eligible persons who are in good standing with the American Kennel Club and who subscribe to the purposes of this club. While membership is to be unrestricted as to residence, the Club's primary purpose to be representative of the breeders and exhibitors in its immediate area

- (a) Regular Membership: Open to all individuals 18 years of age or older; such members enjoy all rights and privileges of the Club.
- (b) Junior Membership: Open to all individuals 10 years of age and under 18 years of age. Such members enjoy all rights of the Club except the right to vote and the right to hold office. Junior members may automatically convert to regular members upon reaching their 18th birthday.

Section 2. *Dues.* Membership dues shall not exceed \$25.00 per person per year. The amount of yearly dues shall be determined by the Board of Directors and confirmed by vote of the members no later than the regular meeting date in March. During the Month of March, the Treasurer shall notify members of their dues for the ensuing year. Dues

are due and payable on or before June 30th each year. No member may vote whose dues are not paid for the current year.

Section 3. Election to Membership. Each applicant for membership shall apply on a form approved by the Board of Directors and which shall provide that the applicant agrees to abide by the constitution and its bylaws and to the rules of the American Kennel Club. Prospective members shall submit dues payment for the current year together with these forms at the time of application. All applications are to be filed with the Corresponding Secretary and each application is to be read at the first meeting of the club following receipt. The application shall be endorsed by two members in good standing and voted upon by secret ballot at the next meeting. An affirmative vote of three quarters (75%) of the members present and voting shall be required to elect an applicant to membership. Ballots will be held in custody by the Corresponding Secretary. The Corresponding Secretary will notify each candidate for membership of their acceptance or rejection prior to the meeting following the vote. Applicants for membership who have been rejected by the Club may reapply within six (6) months after such rejection. Time and place will be stated in the rejection letter if the applicant wants to protest this action.

Section 4. Termination of Membership.

(a) *By resignation.* Any member in good standing may resign from the Club upon written notice to the Corresponding Secretary, but 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 each fiscal year (June 1st).

(b) *By lapsing.* A membership will be considered as lapsed and automatically terminated if such member's dues remain unpaid 90 days after the first day of the fiscal year (June 1st); however, the Board may grant an additional 30 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 Meetings.* Meetings of the Club shall be held within the Greater Fredericksburg area on the second Thursday of each month, at such hour and place as may be designated by the Board of Directors. Notice of such meeting shall be furnished at least 10 days prior to the date of the meeting. The quorum for such a meeting shall be 20 percent of the members in good standing.

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 Corresponding Secretary upon receipt of a petition special meetings shall be held within the Greater Fredericksburg area at such place, date and hour as may be designated by the person or persons authorized herein to call such meetings. The notice shall set forth clearly the purpose of the meeting. No other business shall be considered at the special meeting. The quorum for such a meeting shall be 20 percent of the members in good standing.

Section 3. *Virtual Meetings.* In the event of a national and/or statewide threat or emergency such as a pandemic or acts of nature such as weather-related catastrophes, which would preclude holding face to face membership meetings by putting club members' health and safety at risk, GFKC may hold General Membership meetings and conduct regular Club business through virtual means (Zoom, Google Meet, etc.) until such time that it is deemed safe and appropriate and in keeping with government guidelines to resume face to face meetings.

Section 4. *Board Meetings.* Meetings of the Board of Directors shall be held each month within the Greater Fredericksburg area at such hour and place as designated by the Board. Notice of each such meeting shall be

furnished at least 5 days prior to the date of the meeting. The quorum for such a meeting shall be a majority of the Board.

Section 5. Special Board Meetings. Special meetings of the board may be called by the President; and shall be called by the Corresponding Secretary upon receipt of a written request signed by at least three members of the board. Such special meetings shall be held in the Greater Fredericksburg area at such place, date and hour as may be designated by the person or persons authorized herein to call such a meeting. Notice of such meeting shall be furnished at least 5 days and not more than 10 days prior to the meeting. Any such notice shall state the purpose of the meeting and no other business shall be conducted. The quorum for such a meeting shall be the majority of the Board.

Section 6. Voting. Each 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. General management of the Club's affairs shall be entrusted to the Board of Directors. All Board members shall be in good standing with the Club and AKC. The Board shall be comprised of the President, Vice President, Recording Secretary, Corresponding Secretary, Treasurer, the immediate Past President plus 3 members at large who will serve one year terms.

Section 2. Officers. The Club's officers consisting of the President, Vice President, Recording Secretary, Corresponding Secretary, 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 the 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. He or she shall also serve as Chairman of the Program Committee.

- (c) The Recording Secretary shall keep a record of all the 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 keep the roll of members present at meetings and carry out other duties as are prescribed in these bylaws.

- (d) The Corresponding Secretary shall have charge of the correspondence, notify members of special meetings, notify new members of their election to membership, notify officers and directors of their election to office and carry out such other duties as prescribed in these bylaws.

- (e) The Treasurer shall collect and receive all monies due or belonging to the Club. He or she shall deposit the funds in a bank satisfactory to and in the name of the Club. The Treasurer shall be custodian of all Club funds. He or she shall report at each meeting the condition of the Club's finances. The books shall at all times be open to inspection of the Board. At the annual meeting, he or she shall render an account of all monies received and expended during the year. The Treasurer's accounts shall be audited within 4 weeks following any election for Treasurer by a committee designated by the President. The Treasurer shall serve as a member of the Budget Committee. The Treasurer shall be bonded in such amount as the Board of Directors shall determine.

- (f) The immediate Past President has full voting privileges and will serve until the next President is elected.
- (g) The AKC Delegate shall attend no fewer than 2 quarterly meetings of the AKC Delegates. The AKC Delegate shall be elected by membership for a one year term. The Delegate shall be an advisory member of the Board and shall attend and participate in Board Meetings. The Delegate shall seek Board guidance on issues known in advance of the AKC Delegates' Meetings and shall keep the Board fully apprised of the Delegate's actions.

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 then members of the Board at its first regular meeting following the creation of such vacancy or at a Special Board meeting 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 the 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 first day of June and end on the 31st day of May. 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 June at which Officers, Delegate to the American Kennel Club and Directors 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 office shall turn over to their successor in

office all properties and records relating to that office within 30 days after the election.

Section 3. *Nominations*. No person shall be a candidate in a Club election who has not been nominated. During the month of March, the Board shall select a Nominating Committee consisting of three members and two alternate not more than one of whom may be a member of the Board. The Recording Secretary shall immediately notify the Committee members and alternates of their selection. The Board shall name a Chairman for the Committee and it shall be his or her duty to call a committee meeting which shall be held on or before April 15th.

- (a) The Committee shall nominate one candidate for each office, Delegate and one candidate for each of the three positions on the Board after securing the consent of each person so nominated, shall immediately report their nominations to the Corresponding Secretary in writing.
- (b) Upon receipt of the Nominating Committee's nominations and not less than two weeks prior to the May meeting, the Corresponding Secretary shall notify members of the Nominating Committee's slate.
- (c) Additional nominations may be made at the May meeting by any member in attendance, providing 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, his nominator shall present to the Corresponding Secretary a written statement from the proposed candidate signifying their willingness to be a candidate. No person may be a candidate for more than one position except for the position of Delegate.

- (d) 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 in such matters as show, agility trials, obedience trials, trophies, annual prizes, membership and other fields which may 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 Recording Secretary together with a deposit of \$50.00 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 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 constitute 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 3 weeks or more than 6 weeks thereafter. The Recording Secretary shall promptly send a 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/her own defense and bring witnesses if he/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 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 the punishment 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 fellow members at the ensuing Club meeting which considers the Board's recommendations. Immediately after the Board has reached a decision, its findings shall be put in a 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 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 60 days but not earlier than 30 days after the date of the Board's recommendation of expulsion. The defendant shall have the privileges of appearing in his/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/her own behalf if he/she wishes. The members attending the meeting 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 punishment shall stand.

Article VII. Amendments

Section 1. Amendments to the constitution and bylaws may be proposed by the Board of Directors or by written petition addressed to the Corresponding 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 recommendations of the Board, for a vote within three months of the date when the petition was received by the Corresponding Secretary.

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 made available 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 it has been approved by the Board of Directors of the American Kennel Club.

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 the purposes of reorganization whether voluntary or involuntary or by operation of the 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 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

Minutes of last meeting

Report of President

Report of Corresponding 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:

Reading of minutes of last meeting Report of Corresponding Secretary Report of Treasurer

Report of Committees

Unfinished Business New Business Adjournment

Article X. Parliamentary Authority

Section 1. The rules contained in the current unabridged 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.