

**CONSTITUTION
AND
BY-LAWS
FOR
NORTH ARKANSAS
KENNEL CLUB, INC.**

CONSTITUTION

ARTICLE I

NAME AND OBJECTIVES

SECTION 1. The name of the Club shall be North Arkansas Kennel Club.

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 sportsmanshiplike competition at dog shows, obedience and rally trials and agility trials; (revised 12/30/08)
- c) To conduct sanctioned matches and other performance events, obedience and rally classes, obedience trials, agility trials and dog shows under the rules of the American Kennel Club. (revised 12/30/08)

SECTION 3. The Club shall not be conducted or operated for profit and not 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 by-laws as may be required to carry out these objects.

BY-LAWS

ARTICLE I

MEMBERSHIP

SECTION 1. Eligibility:

There shall be one type of membership open to all persons eighteen years of age and older who are in good standing with The American Kennel Club and who subscribe to the purposes of this Club. The membership is to be unrestricted as to residence, the Club's primary purpose is to be representative of the breeders and exhibitors in its immediate area.

SECTION 2. Dues:

Membership dues shall be \$10.00 for an individual or \$15.00 for a family 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 by mail or electronically to each member a statement of his dues for the ensuing year. Individuals submitting the applications for membership after January 1st will have dues paid through the current fiscal year.

SECTION 3. Election to Membership:

Each applicant for membership shall apply on a form as approved by the Board of Directors and which shall provide that the applicant agrees to abide by These constitution and by-laws and the rules of The American Kennel Club. The application shall carry the endorsement of two members. Accompanying the application, the prospective member shall submit dues payment for the current year.

All applications are to be filed with the Membership Chair and each application is to be read at the first meeting of the Club following its receipt. The application will be read a total of three times at three consecutive meetings. At the 3rd reading the application will be voted upon and affirmative votes of $\frac{3}{4}$ of the members present and voting at the meeting shall be required to elect the applicant. The applicant must participate in three club events such as, meetings, matches, obedience, rally or agility trials, or any other designated club event before final approval. (revised 12/30/08)

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

SECTION 4. Termination of Membership:

Memberships may be terminated:

- a) *By resignation.* Any member in good standing (to be in good standing a member must be within rules of AKC, current in payment of NAKC membership dues and have no pending discipline hearings) may resign from the Club upon written notice to the Secretary; but the member may not resign when in debt to the Club. Dues obligations are considered a debt to the Club and they become incurred on the first day of the fiscal year.

- 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; 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) *By expulsion.* A membership may be terminated by expulsion as provided in Article VI of these by-laws.

SECTION 5. Reinstatement:

An individual, whose membership lapsed, or who resigned without duress within the past two years may be reinstated at any time by payment of dues with submission of new membership application and Code of Ethics and membership approval of $\frac{3}{4}$ of members present. Prior to membership vote reinstatement requires reading at the general meeting and publication of name in the newsletter.(revised 12/30/08)

ARTICLE II

MEETINGS AND VOTING

SECTION 1. Club Meeting:

Meetings of the Club shall be held in Harrison, Arkansas on the fourth Thursday of each month, at such hour and place as may be designated by the Board of Directors. Written notice of each such meeting shall be provided by mail or electronic mail at least 10 days prior to the date of the meeting. The quorum for such meetings shall be 20% of the members in good standing. (revised 12/30/08)

SECTION 2. Special Club Meeting:

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 five members of the Club who are in good standing. Such special meetings shall be held in Harrison, Arkansas at such place, date and hour as may be designated by the person or persons authorized herein to call such meetings. Written or electronic notice of such a meeting shall be sent by the Secretary at least five days and not more than 15 days prior to 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 20% of the members in good standing.

SECTION 3. Board Meetings:

Meetings of the Board of Directors shall be held each month in Harrison, Arkansas on the 1st Thursday of each month at such hour and place as may be designated by the Board. Written or electronic notice of each such meeting shall be sent by the Secretary at least 5 days prior to the date of the meeting. The quorum for such a meeting shall be a majority of the Board. (revised 12/30/08)

SECTION 4. Special Board Meetings:

Special meetings of the Board may be called by the President; and shall be called by the Secretary upon receipt of written or electronic request signed by at least three members of the Board. Such special meetings shall be held in Harrison, Arkansas at such place, date and hour as may be designated by the person authorized herein to call such meeting. Written or electronic notice of such meeting shall be mailed by the Secretary at least 5 days and not more than 10 days prior to the date of the meeting, or electronic 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 Board.

SECTION 5. 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:

The Board shall be comprised of the President, Vice-President, Secretary, Treasurer and five other persons all of whom shall be members in good standing and all of whom 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, 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 exercises 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. The 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.
- d) The Treasurer shall collect and receive all moneys due or belonging to the Club. He/she shall deposit the same in a bank designated by the Board, in the name of the Club. The books shall at all times be open to inspection of the Board and he/she shall report them at every meeting the condition of the Club's finances and every item of receipt or payment not before reported; and at the annual meeting he/she shall render an account of all moneys received and expended during the previous fiscal year. The Treasurer shall be bonded in such amount as the Board of Directors shall determine.

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, ELECTIONS

SECTION 1. Club Year:

The Club's 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.

SECTION 2. Annual Meeting:

The annual meeting shall be held in the month of October at which Officers, 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 officer shall turn over to his/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 five nominated candidates for other positions on the Board who receive the greatest number of votes for such positions 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 July, 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 Secretary shall immediately notify the committee and alternates of their selection. The Board shall name a Chairperson for the Committee and it shall be his/her duty to call a committee meeting which shall be held on or before the August meeting.

- a) The Committee shall nominate one candidate for each office and five candidates for the five other board positions on the Board, and, after securing the consent of each person so nominated, shall immediately report their nominations to the Secretary in writing or electronically.
- b) Upon receipt of the Nominating Committee's report, the Secretary shall before September 15th notify each member in writing or electronically of the candidates so nominated.

- c) Additional nominations may be made at the September meeting by any member in attendance provided that the person so nominated does not decline when his/her name is proposed, and provided further that if the proposed candidate is not in attendance at this meeting, his/her proposer shall present to the Secretary a written statement from the proposed candidate signifying his/her 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 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 dog shows, obedience/rally trials, agility 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. (revised 12/30/08)

SECTION 2. Any committee appointed 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 interest of the Club. Written charges with specifications must be filed in duplicate with the Secretary together with a deposit of \$10 which shall be forfeited if such charges are not sustained by the Board following a hearing. The Secretary shall promptly send a copy of the charges to each member of the Board or present them at the 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 of a hearing by the Board not less than three (3) weeks nor 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 assurance that the defendant may personally appear in his own defense and bring witnesses if he/she wishes.

In the event the \$10.00 is forfeited under this section, the person who alleged the misconduct has been cleared shall have no further recourse.
(revised 12/30/08)

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 sustained, after hearing all the evidence and testimony presented by Complainant and Defendant, the Board may by a majority vote of those present suspend the Defendant from all privileges of the Club for not more than six (6) 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/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 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 of the Club to be held with 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 in his/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/her own behalf if he/she wishes. 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 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 Secretary signed by 20% 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 by the Secretary for a vote within three (3) months of the date when the petition was received by the Secretary.

SECTION 2. The constitution and by-laws may be amended by a 2/3 vote of 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 (2) 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 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 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
- Introduction of guests (revised 12/30/08)
- Minutes of last meeting
- Report of President
- Report of 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 Secretary
Report of Treasurer
Reports of Committees
Unfinished business
New business
Adjournment

ARTICLE X (revised 12/30/08)

MISCELLANEOUS

SECTION 1. Anything not covered in the Constitution and By-laws shall be covered by *Robert's Rules of Order*.

SECTION 2. Interpretation of the Constitution and By-laws shall be made by the Board of Directors.

