



## Constitution and By-laws

Originated November 2005

### Article I Name and Objects

**Section 1:** The name of the club shall be: Oregon Coast Kennel Club

**Section 2:** The objects of the Club shall be:

- (a) To promote, protect and further the advancement of all breeds of purebred dogs recognized by the American Kennel Club.
- (b) To promote interest and educate the public about the sports involving purebred dogs and promote responsible dog ownership.
- (c) To conduct All Breed AKC Licensed Dog Shows and Agility Trials and other Performance Events for which the Club may be eligible. To conduct AKC Sanctioned Matches and public education events and services pertaining to purebred dogs.

**Section 3:** The Club shall not be conducted or operated for profit and no part of any profits or remainder from dues or donations the club shall inure to the benefit of any member or individual.

**Section 4:** The Members shall adopt and may revise such by-laws as may be required to carry out these objectives.

### BY-LAWS

#### Article I Membership

**Section 1: Eligibility:** There shall be two types of membership open to all persons in good standing with American Kennel Club and who fully subscribe to the objects of this Club. These types shall be as follows:

- (a) Adults 18 years of age and over, full privileges of the Club.
- (b) Junior members 10 to 18 years may not vote or hold office.

While membership is unrestricted as to residence, the Club's primary purpose is to be representative of the dog fancy in the immediate area.

**Section 2: Dues:** The Board of Directors shall set the amount of dues. The dues will be annual and will be due on or before the first day of January each year. No member shall vote or hold office whose dues are not paid or who are otherwise indebted to the Club. The Treasurer will send a notice during the month of November. Members who have not paid dues by April first of each club year will be dropped from the membership roles and must re-apply for membership.

**Section 3: Election to Membership:** Each applicant shall apply in writing on a form approved by the board of directors and which shall provide that the applicant agrees to abide by these by-laws and the rules of the American Kennel Club. The application shall carry the name and address of the applicant. The applicant will also submit dues for the current year. The application will be submitted to the Secretary and be read at two regular meetings of the Club. The applicant must attend or have attended, before applying, at least two meetings and/or Club events within a one-year period, before the application may be voted on by the membership. Following these requirements, the applicant will be voted on at the next regular meeting. An affirmative vote by  $\frac{3}{4}$  of the members present shall be required to elect the applicant. Voting shall be by secret ballot and the Secretary shall notify the applicant of acceptance or rejection. If the application is rejected the applicant may not reapply for one year and the dues will be refunded.

**Section 4: Termination of membership:**

- (a) *By resignation.* Any member in good standing may resign from the Club upon written notice to the Secretary. No member may resign when in debt to the Club. Dues obligation is considered a debt to the Club and become incurred on the first day of January each year.
- (b) *By lapsing.* A membership will be considered lapsed and automatically terminated on April 1<sup>st</sup>. However, the Board may grant an extension to delinquent members in meritorious cases. In no case may a member be permitted to vote whose dues are unpaid.
- (c) *By 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 in or within Curry County, Oregon on a specified day of each month (such as: the last Thursday of each month) the place and time as may be designated by the Board of Directors. The quorum for such meetings shall be 20% 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, or shall be called by the Secretary upon a petition in writing of 20% of the members in good standing. Such special meetings will be held within Curry County Oregon such place, day and time designated by the person or persons authorized to call the special meeting. The secretary shall send written notice at least 5 days and not more than 15 days prior to the date of the special meeting. 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 within Curry County, Oregon each month at such place, day and time as may be designated by the President. The quorum for a board meeting shall be 4, the majority of the board.

**Section 4:** *Special Board Meetings:* Special Board meetings may be called by the President or shall be called by the Secretary upon a petition in writing of three members of the Board. Such special meetings will be held within Curry County, Oregon at such place, day and time designated by the person or persons authorized to call the special meeting. The Secretary shall send written notice at least 5 days and not more than 10 days prior to the date of the special meeting. Said notice shall state the purpose of the meeting and no other business may be transacted thereat. The quorum for such a meeting shall be a majority of the Board.

**Section 5:** *Voting:* Each member in good standing shall be entitled to vote at any meeting at which they are present. Proxy voting will not be allowed for any Club business 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 three other persons elected for 2-year terms at the annual meeting of the Club as provided in Article IV of these by-laws. To aid in transition, the terms of office of the President and Treasurer shall be staggered with the terms of office of the Vice President and Secretary, the term of the President and the Treasurer starting at the second year of the term of the Vice President and Secretary. The term of at least one of the other persons elected to the Board shall also be staggered with the other two. 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 in regards to the Club and its meetings and the Board and its meetings.

- (a) The President shall preside at all meetings of the Club and Board and shall have the powers and duties normally appurtenant to the office of the president in addition to those specified in the by-laws.
- (b) The Vice President shall have the duties and exercise the powers of the President in case of the President's absence at Club or Board meetings.
- (c) The Secretary shall keep minutes of all meetings of the Club, the Board and all matters, which a record shall be ordered by the Club. They shall have charge of the correspondence, 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 address, and carry out such other duties as are prescribed by these by-laws.
- (d) The Treasurer shall collect and receive all monies due or belonging to the Club. Monies shall be kept by the Treasurer in a safe location. The books shall at all times be open for inspection by the Board and a report shall be given at every meeting on the condition of the Club's finances. At the annual meeting, an accounting shall be rendered of all monies received and expended during the previous fiscal year.
- (e) The same person, may hold the offices of Treasurer and Secretary in which case the Board shall consist of the officers and 4 other persons.

**Section3:** *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. This shall be done 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:** *The Club Year:* The Club's fiscal year shall begin on the 1<sup>st</sup> day of January and end on the 31<sup>st</sup> day of December. The Club's official year shall begin at the conclusion of the election at the annual meeting and shall end with the election at the next annual meeting.

**Section 2:** *Annual Meeting:* The annual meeting shall be held in the month of January at which time election for the slate of officers for the ensuing year will be held in accordance to section 4 of this article of the by-laws. The new officers shall take

office immediately upon the conclusion of the election. The retiring officers shall turn over all materials, properties and records pertaining to the office by the next regular meeting following the annual meetings.

**Section 3:** *Elections:* the nominated candidates for office receiving the greatest number of votes for each position shall be declared elected. The three nominated candidates for the other board position that receives the greatest number of votes 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 October, the Board shall select a nominating committee consisting of three members, not more than one of whom is an officer or member of the Board. The Board shall select a chairperson for the nominating and it shall be the chairperson's duty to call a meeting prior to the November meeting of the Club.

- (a) The committee shall nominate one candidate for each office and three candidates for the three Board positions and securing the consent of each nominee and report to the Secretary in writing.
- (b) The Secretary shall read the nominating committee's report at the November meeting.
- (c) Additional nominations may be made at the December meeting by any member in attendance as long as that person nominated does not decline if in attendance, or if not in attendance, the member nominating provides the written consent to the nominee. No person may be candidate for more than one office with the exception to combined office of Secretary/Treasurer.
- (d) A member may nominate himself or herself for office with a written petition signed by three members in good standing.
- (e) Nominations may not be made at the annual meeting or any way other than 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 trials, matches, publicity, trophies, 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:** The committee chairperson shall select members for their committees from the membership as deemed needed to perform the committee's function.

**Section 3:** Any committee chairperson appointment may be terminated by the majority vote of the full membership of the Board upon written notice of the appointee.

## **Article VI** **Discipline**

**Section 1:** Any member suspended from the privileges of the American Kennel Club is automatically suspended for the privileges of this Club for a like person. Following reinstatement by the American Kennel Club, reinstatement to this Club will be subject to a review and vote of the Board.

**Section 2:** *Charges not in conjunction with an AKC licensed Club event:* A member charged with misconduct as an AKC licensed show held by this Club shall be subject to a bench committee hearing held in accordance with AKC guidelines.

**Section 3:** *Charges not in conjunction with an AKC licensed Club event:* Any member may prefer charges against a member for alleged misconduct prejudicial to the best interest of the Club and or the sport or purebred dogs. Written charges with specifications may be filed in duplicate to the Secretary, together with a substantial deposit in an amount to be set by the Board, which shall be forfeited if the Board following a hearing does not sustain such charges. The Secretary shall provide a copy of the charges to each member of the Board or present them at a Board meeting. The Board shall first consider if the actions alleged in the charges do, in fact, constitute conduct prejudicial to the best interests of the Club and/or the sport of purebred dogs. If this finding fails, the Board may refuse to entertain jurisdiction. If this finding fails, the Board may refuse to entertain jurisdiction. If the Board entertains Jurisdiction of the charges, it shall fix a hearing date not less than three weeks or more than six weeks thereafter. The hearing will be held within Curry County, Oregon at such place, day and time designated by the Board. The Secretary shall promptly send a copy of the charge by certified mail to the accused member with notice of the hearing and the assurance that the member may personally appear in their own defense and bring witnesses to the alleged actions if he or she wishes.

**Section 4:** *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 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 months from the date of the hearing, and if it deems that the 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 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 5:** *Expulsion:* Expulsion from membership may be accomplished only following suspension by and with the recommendation of the Board as provided in Section 4. In such case the suspension shall not restrict the defendant's right to appear before the membership at an ensuing Club meeting which is considering the Board's recommendation. Such a proceeding may be held at a regular or special Club meeting held within 60 days, but not less than 10 days, of the Board hearing. The defendant may appear on his/her own behalf, though no evidence or witnesses shall be heard at this meeting. The President shall read the charges and the Board's findings and recommendation and then ask the defendant, if present, to speak on his/her own behalf if he/she wishes. The members of the meeting shall then by secret written ballot vote on the expulsion. A 2/3 vote of the member in attendance shall be required for expulsion. If the expulsion is not so voted, the Board's suspension shall stand.

## **Article VII Amendments**

**Section 1:** *Proposing an amendment:* Amendments to the Constitutions and By-Laws may be proposed by the Board of Directors or by written petition addressed to the Secretary and signed by 20% of the membership in good standing. Amendments proposed by such petition shall be considered at the next regular or a special Board meeting called for that purpose. The amendment shall be presented to the Club at the next regular meeting or a special meeting called for that purpose with the Board's recommendation within 90 days of then the petition was received by the Secretary.

**Section 2:** The Constitution and or By-Laws may be amended by a 2/3 vote of the members present and voting at any regular meeting or a special meeting of the Club Called for that purpose, provided that the proposed amendment had been provided in a written notice of the meeting at least 10 days prior to the date of the meeting.

**Section 3:** No amendment to the constitution or By-Laws shall be effective until approved by the Oregon State Division of Corporation and American Kennel Club Board of Directors if their rules deem such approval necessary.

## **Article VIII**

### **Dissolution**

**Section 1:** *Dissolution:* The Club may be dissolved at any time by written consent of not less than 2/3 of the members in good standing. In the event of the Dissolution of the Club whether voluntary or by operation of law, none of the property of the Club, or any proceeds thereof, nor any assets of the Club shall be distributed in any form or manner to any members of the Club. But, after payment of outstanding debts, its property or proceeds from the sale of its property and assets shall be donated to a charitable organization for the benefit of the health of dogs selected by the Board of Directors.

## **Article IX**

### **Order of Business**

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

1. Roll Call
2. Minutes of the last meeting
3. Report of the Board
4. Report of the President
5. Report of the Secretary
6. Report of the Treasurer
7. Reports of the committees
8. Election of officer and Board (Annual Meeting)
9. Election of new members
10. Unfinished business
11. New Business
12. Adjournment

**Section 2:** At meetings of the Board, unless otherwise directed by the majority present, the order of the meeting shall be:

1. Minutes of the last meeting
2. Report of the Secretary
3. Report of the Treasure
4. Reports of the committees
5. Unfinished Business
6. New Business Adjournment