

CONSTITUTION AND BYLAWS

Corpus Christi Kennel Club, Inc.

As amended 2/70, 2/74, 5/77, 2/84, 5/85, 3/98, 2/99, 1/00

CONSTITUTION

ARTICLE ONE

Name and Objects

SECTION 1 – the name of the Club shall be Corpus Christi Kennel Club, Inc.

SECTION 2 – The objects 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 all breeds of purebred dogs and to encourage sportsmanlike competition at dog shows and obedience trials;
- c. To conduct sanctioned matches, dog shows and obedience trials under the rules and regulations of the American Kennel Club.

SECTION 3 – The Club shall not be conducted or operated for profit and no part of the any profits or remainder of 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 objects.

BYLAWS

ARTICLE ONE

Membership

SECTION 1 – Eligibility: There shall be two types of membership, open to all persons who are in good standing with the American Kennel Club, and who subscribe to the purposes of this Club.

- a. Open to all person 18 years of age and older. These members shall enjoy all privileges of the Club, including the right to vote and hold office.
- b. Life Membership.
Election to Life Membership status is at the discretion of the Board of Directors, and is awarded for meritorious service to the Club. Life members shall enjoy all the privileges of the Club, including the right to vote and hold office. A Life Member shall not be assessed dues from the point of award forward.

While 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 an amount set annually by the Board of Directors, not to exceed \$30.00 per member per year, payable on or before the first day of April each year. No member may vote whose dues are not paid for the current year. During the month of February, the treasurer shall submit to each member a statement of his/her dues for the ensuing year.

SECTION 3 – Election to Membership: Prospective members must attend three meetings within a five month period prior to making application for 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 the Constitution and Bylaws and the rules of the American Kennel Club. The application shall state the name, address and occupation of the applicant and it shall carry the endorsement of two members in good standing. Accompanying the application, the prospective member shall submit dues payment for the current year.

All applications are to be filed with the Secretary and each application is to be read at the first meeting of the Club following receipt. At the next Club meeting the application will be voted upon by secret ballot and affirmative votes of 2/3 of the members present and voting at the meeting shall be required to elect the applicant.

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: Membership may be terminated:

- a. By Resignation: Any members in good standing may resign from the Club upon written notice to the Secretary; but no members 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.
- b. By Lapsing: A membership will be considered as lapsed and automatically terminated if each 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 Six of these Bylaws.

ARTICLE TWO

Meetings and Voting

SECTION 1 – Club Meetings: Meetings of the Club shall be held within the greater Corpus Christi area at such hour and places as may be designated by the Board of Directors. Written notice of each such meeting shall be mailed by the Secretary 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.

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 by five members of the Club who are in good standing. Such special meetings shall be held within the greater Corpus Christi area at such a place, date and hour as may be designated by the person or person authorized herein to call such meetings. Written notice of such a meeting shall be mailed by the Secretary at least 5 days and not more than 15 day 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 20% of the members in good standing.

SECTION 3 – Board Meetings: Meetings of Board of Directors shall be held within the greater Corpus Christi area each month at such hour and place as may be designated by the Board. Written notice of each such meeting shall be mailed 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.

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 a written request signed by at least three members of the Board. Such special meeting shall be held within the greater Corpus Christi area at such place, date and hour as may be designated by the person authorized herein to call such meeting. Written notice of such meeting shall be mailed by the Secretary at least 5 days and not more than 10 days prior to the date 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 members 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 THREE

Directors and Officers

SECTION 1 – Board of Directors: The Board shall be comprised of the President, Vice-President, Secretary, Treasurer, AKC Delegate and five (5) 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, except the AKC Delegate who is elected for a three (3) year term. As provided in article Four they 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 power normally appurtenant to the Office of the President in addition to those particularly specified in the Bylaws.
- b. The Vice-President shall have the duties and exercise the power 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 for 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 duties as are prescribed in these Bylaws.

- d. The Treasurer shall collect and receive all moneys due or belonging to the Club. Moneys 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 the inspection of the Board and a report shall be given at every meeting of the conditions 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 moneys received and expended during the previous fiscal year. The Treasurer shall be bonded in such amount, as the Board of Directors shall determine.
- e. The offices of Secretary and Treasurer may be held by the same person, in which case the Board shall be comprised of Nine persons.
- f. The AKC Delegate is elected by the membership for a tree-year term.

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 the majority vote of all the then members of the Board and its first regular meeting following the creation of such vacancy, or at a special Board meeting called for that purpose; except that a vacancy of the office of the 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 FOUR

The Club Year, Annual Meeting and Elections

SECTION 1 – Club Year: The Club' fiscal year shall begin on the 1st day of April and ends on the 31st day of March. 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 March at which Officers and Directors and the Delegate to the American Kennel Club for the ensuing year shall be elected by secret, written ballot from among those nominated in accordance with Section 4 of the Article. They shall take officer immediately upon the conclusion of the election and each retiring officer shall turn over to the successor in office all properties and records related to that office within 30 days after the election.

SECTION 3 – Elections: The nominated candidate receiving the greatest number of votes for each officer shall be declared elected. The five nominated candidates for other positions on the Board who receives 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 November 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 members and alternates of their selection. The Board shall name a chairman for the Committee and it shall be his/her duty to call a Committee meeting which shall be held on or before January 1st.

- a. The Committee shall nominate one candidate for each officer and for AKC delegate who may but need not be an Officer or Director of the Club, and five candidates for the five other positions on the Board, and after securing the consent of each person nominated, shall immediately report their nominates to the Secretary in writing.
- b. Upon receipt of the Nominating Committee's report, the Secretary shall, before January 15th, notify each member in writing of the candidates so nominated.
- c. Additional nominations may be made at the February meeting by any member in attendance provided that the person so nominated does not decline when his 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. Except for the position of Delegate, 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 FIVE

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, 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 appointment may be terminated by a majority vote of the full membership of the Board upon written notice to the appointee; the Board may appoint successors to those persons whose services have been terminated.

ARTICLE SIX

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 \$10.00 which shall be forfeited if such charges are not sustained by the Board following a hearing. The Secretary will 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 which would be prejudicial to the best interests of the Club. If the Board considers that the charges do not allege misconduct 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 hearing by the Board not less than 3 weeks nor more than 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/she wishes.

SECTION 3 – Board Hearing: The Board shall have complete authority to decide whether counsel may attend the hearing, but both the complainant and the defendant shall be treated uniformly in that regard. Should the charges be sustained after hearing all the evidence and testimony presented by the complainant and defendant, the Board may by a majority vote of those present suspend the defendant from all privileges of the Club of 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 findings shall be put in written form and filed with the Secretary. The Secretary, in turn shall notify each party 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 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 findings and recommendations, and shall invite the defendant, if present, to speak in his own behalf if he/she so wishes. The meeting shall then vote by secret written 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 voted, the Board's suspension shall stand.

ARTICLE SEVEN

Amendments

SECTION 1 – Amendments to the Constitution and Bylaws 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 3 months of the date when the petition was received by the Secretary.

SECTION 2 – The Constitution and Bylaws may be amended by a 2/3 vote of the members present and voting at any regular or special meeting for the called purpose, provided the proposed amendments have been included in the notice of the meeting and mailed to each member at least 2 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 EIGHT

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 the event of 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 member 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 NINE

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 the Last Meeting
- Report of President
- Report of Secretary
- Report of Treasurer
- Report of AKC Delegate
- Report of Committees
- Election of Officers and Board (at annual meeting)
- Election of New Members
- Unfinished Business
- New Business
- Adjournment

SECTION 2 – At meeting 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
- Report of Committees
- Unfinished Business
- New Business
- Adjournment

ARTICLE TEN

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 Bylaws and any other special rules of order the Club may adopt.