

# CONSTITUTION & BY-LAWS

## THE NEWTOWN KENNEL CLUB, INC.

### CONSTITUTION

#### **ARTICLE I. Name & Objects**

**Section 1.** The name of this Club shall be The Newtown 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 pure-bred 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 of The American Kennel Club.

**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 by-laws as may be required to carry out these objects.

### BY-LAWS

#### **ARTICLE I. Membership**

**Section 1. Eligibility.** There shall be two types of membership open to persons who subscribe to the purposes of this Club and who are in good standing with The American Kennel Club.

- (a) Single membership.
- (b) Family membership. This shall include all family members but shall carry only two votes at any meeting. Husband and wife only are entitled to one vote each.

While the Club's primary purpose is to serve the breeders and exhibitors in the Newtown, Connecticut, area, membership shall not be limited to this area.

**Section 2. Dues.** Membership dues shall not exceed \$20.00 for single members or \$36.00 for family membership, payable on or before the first 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 to each member a statement of his dues for the ensuing 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 state the name and address 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 its receipt. At the next Club meeting, the application will be voted upon and affirmative votes of  $\frac{3}{4}$  of the members present and voting at the meeting will be required to elect the applicant.

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

- (a) **by resignation.** Any member in good standing may resign from the Club by written notice to the Recording Secretary. No member may resign when in debt to the Club. Dues obligations are considered a debt to the Club.
- (b) **by lapsing.** will be considered as lapsed if such member's dues remain unpaid for 90 days from the beginning of the fiscal year. The Board may grant an additional 90 days to delinquent members in meritorious cases.
- (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 meeting.** Meetings of the Club shall be held in the greater Newtown, Connecticut, area during the months of February, April, July, August, November and December at such hour and place as may be designated by the Board of Directors. Written notice of each such meeting shall be mailed by the Secretary at least ten 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 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 meeting shall be held in the greater Newtown, Connecticut, 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 5 days and not more than 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 20% of the members in good standing.

**Section 3. Board Meetings.** Meetings of the Board of Directors shall be held each month in the greater Newtown, Connecticut, area at such date, hour and place as may be designated by the Board. Written notices if such meetings shall be mailed by the Secretary at least 5 days prior to 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. Special meetings of the Board shall be held in the greater Newtown, Connecticut, area at such place, date and hour as may be designated by the person authorized 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 of the meeting, or telegraphic 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 the meeting at which he is present, subject to provisions of Article I, Section 1(b). Proxy voting shall 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, Delegate to The American Kennel Club and four other persons, all of whom shall be members in good standing. The government and management of the Club shall be entrusted to this Board of Directors, each of whom shall serve for a period of three years. Three shall be elected annually by a majority vote of those present at the Annual Meeting of the Club which shall be held during the month of December of each year as provided in Article IV and shall serve until their successors are elected.

**Section 2. Officers.** The Club's officers, consisting of the President Vice-President, Secretary, Treasurer [and Delegate to The American Kennel Club] shall be elected by the Board of Directors from among their number at a meeting which shall be held immediately following the Annual Meeting of the Club. The President, Vice-President, Secretary and Treasurer shall each serve for a period of one year and the Delegate to The American Kennel Club shall serve for a period of two years.

**Section 3. Vacancies.** Any vacancies occurring of 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 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 immediately after the election officers by thee Board of Directors at their meeting immediately following the Club's Annual Meeting during the month of December.

**Section 2. Annual Meeting.** The Annual Meeting shall be held during the month of December at which one-third of the Board of Directors shall be elected for the ensuing [three] year[s] 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 Director shall turn over to his successor all properties and records relating to the Board of Directors within 30 days after that election.

**Section 3. Elections.** The three nominated candidates receiving the greatest number of votes for the Board of Directors 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 September, 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-persons 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 October 1<sup>st</sup>.

- (a) The committee shall nominate three candidates for positions on the Board of Directors, 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, before October 15<sup>th</sup>, notify each member of the candidates so nominated.
- (c) Additional nominations may be made at the November meeting of the Club 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, his or her proposer shall present to the Secretary a written statement from the proposed candidate signifying his or her willingness to be a candidate.
- (d) Nominations cannot be made at the Annual Meeting 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 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 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 deposit of \$10 which shall be forfeited if such charges are not substantiated 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 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 of a 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 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 suspend the defendant from all privileges of the Club for not more than six months from the date of the hearing. And, if the Board 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 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 privilege of appearing in 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 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 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 twenty 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 by the Secretary for a vote within three 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 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.

[**Section 3.** No amendment to the Constitution and its By-Laws 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 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 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

- a) Roll Call
- b) Minutes of last meeting
- c) Report of President
- d) Report of Secretary
- e) Report of Treasurer
- f) Report of Committees

- g) Election of 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) Report 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. Rules of Order,***

**Section 1.** The rules contained in the current edition of Roberts 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 By-Laws and any special rules of order the Club may adopt.

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