



CLEARWATER KENNEL CLUB

Constitution & By-laws

ARTICLE I

NAME AND OBJECTIVES

SECTION 1. The name of the Club shall be Clearwater Kennel Club, Inc.

SECTION 2. The objectives 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 the interests of all breeds of purebred dogs and to encourage sportsmanlike competition and dog shows, obedience trials and Club events.
- (c) To conduct classes for the training of dogs and their handlers; to encourage the training of judges; to encourage and cooperate with individuals and other groups with similar purposes.
- (d) To hold and support matches and any other events for which the Club is eligible 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 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 objectives.

ARTICLE II

MEMBERSHIP

SECTION 1. Eligibility

There shall be three types 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.

- (a) Regular Membership: Entitled to all Club privileges including holding office and voting privileges.
- (b) Associate Membership: Entitled to all Club privileges except voting and holding office (offered to individuals who live outside of the Club's geographical area: also offered to individuals who live in the Club's area but are not active.
- (c) Junior Membership: May be held by persons under eighteen years of age who shall be Members without voting privileges, nor may they hold elected



office. Junior Membership may automatically convert to Regular Membership at age 18. 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

Regular Membership dues shall not exceed \$50.00 per year, payable on or before the 1st day of January each year. Associate Member dues will be reduced to the amount not to exceed \$25.00. 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. The amount of dues for the following year shall be set by the Board of Directors at the regularly scheduled October meeting preceding the next dues period. Junior Membership dues shall be maximum of \$1.00 per year.

SECTION 3. Election Membership

- (a) 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 By-laws 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 application, the prospective Member shall submit dues payment for the current year.
- (b) Prior to submitting an application, the new prospective Club Member shall attend a minimum of two (2) Club meetings within six months.
- (c) All applications are to be filed with the Membership Committee Chairman and each application to be read at the first meeting of the Club following its receipt. At the next Club meeting the application will be voted upon by secret ballot and affirmative votes of $\frac{3}{4}$ of the Regular Members present and voting at that meeting shall be required to elect the applicant.
- (d) Applicants for Membership who have been rejected by the Club may not reapply within six months after such rejection.
- (e) A Member may volunteer to be considered an Associate Member at any time.
- (f) The unexcused absence of a Regular Member from five (5) consecutive meetings unless excused by the board of directors, shall operate as the accepted change of that Membership from Regular to Associate status. All written requests for excusal will be considered by the Club's Board of Directors. The difference in dues will be forfeited. To regain regular status an Associate Member shall attend three (3) meetings within six (6) months, which shall change the status back to regular status.

SECTION 4. Termination of Membership

Membership may be terminated:



- (a) By resignation. Any Member in good standing may resign from the Club upon written notice to the Secretary; but no Member may 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 each fiscal year. Obligations other than dues are considered a debt to the association and must be paid in full prior to resignation.
- (b) By lapsing. A Membership will be considered as lapsed and automatically terminated if such Members' 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 VII of these By-laws.
- (d) Upon termination of Membership for (a) or (b) above a former Member may reapply for Membership as put forth in Article II, Section III.

ARTICLE III MEETINGS AND VOTING

SECTION 1. Club Meetings

Meetings of the Club shall be held in the Greater Clearwater area at such hour, date, and place as may be designated by the Board of Directors. Written notice of each such meeting shall be mailed or emailed by the secretary at least 10 days prior to the date of the meeting. Notification of Club Members (also included would be dues notices, and minutes) and Board Members notification of Board Meetings may be sent via e-mail provided that: the Member or Board Member has signed an authorization, which is revocable, will also release the Club from any liability should the notification be received late or not received by the Member or Board Member due to circumstances beyond the Club's control. The quorum for such meetings shall be 20% of the Members in good standing. Provided by the American Kennel Club, as deemed necessary by the Board of Directors, such general meetings may be conducted as a video conference or as a Teleconference call. The quorum for such a meeting shall be 20% of the Regular Members.

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 receipt of a petition signed by five Regular Members of the Club who are in good standing. Such special meetings shall be held in the Greater Clearwater 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 or emailed by the Secretary at least



5 days and not more than 25 days prior to the date of the meeting and said notice shall state the purpose of the meeting, and no other Club business shall be transacted thereat. The quorum for such a meeting shall be 20% of the Members in good standing.

SECTION 3. Board Meetings

Meeting of the Board of Directors shall be held in the Greater Clearwater area each month at such hour, date, and place as may be designated by the Board. Written notice of each such meeting shall be mailed or emailed by the Secretary at least 5 days prior to the date of the meeting. Provided by the American Kennel Club such board meetings may be conducted as a video conference or as a Teleconference call. The quorum for such a meeting shall be a majority of the Board. Any Officer or Director who misses three (3) consecutive Board meetings may be determined to have vacated their position.

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 meetings shall be held in the Greater Clearwater area at such place, date, and hour as may be designated by the person authorized herein to call such a meeting. Written notice of such meeting shall be mailed or emailed by the Secretary at least 4 days and not more than 10 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 Regular 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 is present. Proxy voting will not be permitted at any Club meetings or elections.

**ARTICLE IV
DIRECTORS AND OFFICERS**

SECTION 1. Board of Directors

The Board shall be composed of the President, Vice President, Recording Secretary, Corresponding Secretary, *(The two Secretary positions may be combined) Treasurer, and three other persons all of whom shall be Members in good standing. The Officers of the Club shall be elected for one-year terms at the Club's Annual Meeting as provided in Article V, Section 2. The additional three Board Members shall be elected on a rotation basis of one Board Member for a three-year term, one Board Member for a two-year term, and one Board Member for a one-year term. Thereafter, one Board Member shall be elected at each annual meeting to serve for a three-year term with the other Board Members rotating off as their terms expire. General management of the Club's affairs shall be entrusted to the Board of



Directors. The Board is encouraged to purchase liability insurance for its Members. Furthermore, the Treasurer should be bonded. The expense for the two aforementioned items shall be borne by the Club in amounts as determined by the Board.

SECTION 2. Officers

The Club's Officers, consisting of the President, Vice President, Secretary(s), and Treasurer shall serve in their respective capacities with regard to the Club and its meetings and the Board and its meetings. The presiding officers shall be governed by Roberts Rules of Order as revised.

- (a) The President shall preside at all meetings of the Club and of the Board, and shall have the duties and powers normally assigned to the office of President in addition to those particularly specified in these By-laws.
- (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, and such other duties as may be assigned to them from time to time.
- (c) The Recording Secretary shall keep a record of all meetings of the Club and of the board and all matters of which a record shall be ordered by the Club.
- (d) The Corresponding Secretary shall have charge of the correspondence, notify Members of meetings, notify new Members of their election to membership, keep a roll of the Members of the Club, with addresses, which will be sent to any Member in good standing upon written request, not more than once every Club year, notify Officers and Directors of their election to office. Note: The offices of Recording Secretary and Corresponding Secretary may be held by the same person, in which case the board shall be comprised of seven (7) people.
- (e) The Treasurer shall collect and receive all monies due or belonging to the Club. He or she shall deposit the same in a bank designated by the Board in the name of the Club. His or her books shall be at all times open to inspection of the Board and he or she shall report to them at every meeting the conditions of the Club's finances and every item of receipt or payment not before reported, at the March membership meeting or no later than March 31st whichever comes first, he or she shall render an account of all monies received and expended during the previous fiscal year. A Delegate to the American Kennel Club shall be appointed by the Board of Directors and, following election to the American Kennel Club, shall serve until the credentials of his/her successor, duly appointed by the Board, have been acted upon with the approval of the Board of Directors of the American Kennel Club unless he/she has previously resigned or unless his/her credentials have been withdrawn by the Board. The position of delegate to the American Kennel Club shall be reviewed every three years by the Board. The Delegate may be a Club Member in good standing.



- (f) It shall be the duty of the Board of Directors to authorize the purchase of security bonds for each officer authorized by the Board to sign and co-sign checks and to determine the appropriate amount of each bond. It shall also be the duty of the Board of Directors to designate who is authorized to sign contracts and checks.

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 remaining 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 the vacancy in the Office of President shall be filled automatically by the appropriate Vice President and the resulting vacancy of the office of Vice President shall be filled by the Board.

ARTICLE V

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 run concurrently with the fiscal year, however in the event of an AKC All Breed licensed show to be held by the Club during January, the official year shall begin February 1st.

SECTION 2. Annual Meeting

The annual meeting shall be held in the month of November 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 upon the beginning of the next official year, and each retiring officer shall turn over to his or her successor in office all properties and records relating to that office prior to the beginning of the next official year.

SECTION 3. Elections

The nominated candidate receiving the greatest number of votes for each office shall be declared elected. The nominated candidates for the position on the Board who receive the greatest number of votes for such positions shall be declared elected. Proxy voting or absentee ballots will not be permitted.

SECTION 4. Nominations

Prior to the month of August, the Board shall select a Nominating Committee consisting of three (3) Members and two (2) alternates, not more than one of who may be a Member of the Board. The Corresponding Secretary shall immediately notify the committeemen and alternatives 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 September 1st.



- (a) The Committee shall nominate one candidate for each office and one candidate for the other position on the Board, and after securing the written consent of each person so nominated, shall immediately report their nominations to the Recording Secretary in writing, but no later than October 1st. Each nominee must be a 'regular' Member (excludes Associate or Junior Members).
- (b) Additional nominations may be made at the October meeting by any Regular Member in good standing in attendance provided that the person so nominated accepts when his or her 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 Recording Secretary a written statement from the proposed candidate signifying his or her willingness to be a candidate. No person may be a candidate for more than one position, and the additional nominations, which are provided for herein, may be made only from among those Members who have not accepted a nomination of the Nominating Committee.
- (c) Nothing herein may be construed to prevent any Regular Member in good standing from standing for election from the floor as prescribed herein.
- (d) Upon receipt of the Nominating Committee's report and including any nominations from the floor made at the October meeting, the Corresponding Secretary shall, before October 31st, notify each Club Member in writing of the candidates so nominated.
- (e) Nominations cannot be made at the Annual Meeting or in any manner other than as provided in this section.

ARTICLE VI COMMITTEES

- SECTION 1.** The Board may each year appoint Standing Committees to advance the work of the Club in such matters as shows, 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; and the Board may appoint successors to those people whose services have been terminated.
- SECTION 3.** Annually at the February Board Meeting, the Board shall appoint separate Show Committee Chair and Judges Selection Committee Chair. The appointed Chairs shall select at least two (2) Club Members in good standing to serve on the Committee. If the Club engages or sponsors other American Kennel Club licensed or sanctioned events but not held in conjunction with AKC conformation point shows, these events must have their own event and judge's chair.



- SECTION 4. Standing rules include Policy and Procedures adopted by the Board and approved by a majority of the membership are binding upon all Committee Chairs, Board Members, and Officers.
- SECTION 5. Delegates to any State, Regional, or National organization shall be elected by the Board of Directors.
- SECTION 6. The Board may at their discretion appoint a Parliamentarian, who will also chair the Constitution and By-laws.

ARTICLE VII 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 or the sport (breed). Written charges with specifications must be filed in duplicate with the 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 Secretary shall promptly send by mail or email 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 or the breed. If the Board considers that the charges do not allege conduct that would be prejudicial to the best interests of the Club or the breed, 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 neither 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 including a return receipt, 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 or she wishes.

SECTION 3. Board Hearing

The Board shall have complete authority to decide whether counsel only attends 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 the 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 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 or 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 offer at a regular or special meeting of the Club to be held within sixty (60) days but not earlier than (30) days after the date of the Board's recommendation. The defendant shall have the privilege of appearing on his or 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 or her own behalf if he or she wishes. The Members shall then vote by secret written ballot on the proposed expulsion. A two-thirds 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 75% 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 (2) weeks prior to the date of the meeting.

SECTION 3. No amendment to the Constitution and 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 IX
DISSOLUTION**

SECTION 1. Dissolution

The Club may be dissolved at any time by written consent of not less than two-thirds 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 such charitable organizations for the benefit of dogs as selected by the Board of Directors.

ARTICLE X 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 and Report of the Recording Secretary
- Report of Board
- Report of President
- Report of Corresponding Secretary
- Report of Treasurer
- Report 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 last meeting's minutes and Report of Recording Secretary
- Report of Corresponding Secretary
- Report of Treasurer
- Reports of Committees
- Unfinished Business
- New Business
- Adjournment

ARTICLE XI PARLIAMENTARY AUTHORITY

The rules contained in the current edition of "Roberts Rules of Order" 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.

Revised and passed by the membership and adopted November 17, 2020

Mary Stolz
President

Judy McDougall
Recording Secretary