

CONSTITUTION

Name and Objects

ARTICLE I

Section 1

The name of the club shall be The Manitowoc County Kennel Club.

Section 2

The objects of the club shall be to promote the breeding of and to protect and advance the interests of pure bred dogs and to encourage and hold dog shows, exhibitions and matches, and field trials and any other AMERICAN KENNEL CLUB event 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 objects.

BY-LAWS

Membership

ARTICLE I

Section 1 Eligibility

Membership shall be open to all persons in good standing with the AKC and who subscribe to the purposes as stated in Article I, Section 2 of this Club. Every applicant for membership shall attend the meeting at which the application for membership is made.

Section 2 Dues

Membership dues shall be \$8.00 for family dues, \$6.00 for individual dues per year, payable on or before the 1st day of January.

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 this 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. Accompanying the application, the prospective member shall submit an Initiation Fee of \$10.00 and 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 by secret ballot and affirmative votes of 2/3 of the members present and voting at that meeting shall be required to elect the applicant.

Section 4 Termination of Membership

Memberships may be terminated:

- a) by lapsing. A membership will be considered as lapsed and automatically terminated if such member's dues remain unpaid 60 days after the first day of the fiscal year; however, the Board may grant an additional 60 days of grace to such delinquent members in deserving cases. In no case may a person be entitled to vote at any Club meeting whose dues are unpaid as of the date of the meeting.
- b) by expulsion. A membership may be terminated by expulsion as provided in Article VI of these by-laws.

Meetings and Voting ARTICLE II

Section 1 Club Meetings

Club meetings shall be held in or within 25 miles of the city of Manitowoc on the first Wednesday of each month at such hour and place as designated by the Board of Directors. A written notice of monthly meetings shall be mailed twice a year to all members by the secretary.

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 signed by five members of the Club who are in good standing. Such special meetings shall be held in (or within 25 miles of) the City of Manitowoc 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 10% of the members in good standing.

Section 3 Board Meetings

Meetings of the Board of Directors shall be held in (or within 25 miles of) the City of Manitowoc in the months of October and May in each year, 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 Board Meetings may be called by the President, or upon petition of 3 Board members. Written notice of such meeting and location of such meeting shall follow the conditions stated in Article II Section 3 Board Meetings.

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 is present. Family membership is limited to two votes, one per representative. Proxy voting will not be permitted at any Club meeting or election.

Directors and Officers Article III

Section 1 Board of Directors

The Board of Directors shall be comprised of the President, Vice President, Secretary, Treasurer, and nine members elected for three year terms except when elected to fill vacancies. Three members terms shall expire each year. The immediate past President will automatically fill one of the 3 year vacancies on the Board of Directors. General management of the Club's affairs shall be entrusted to the Board of Directors.

Section 2 Officers

The officers of the Club shall be a President, Vice President, Secretary, and a Treasurer, who shall be elected annually by a majority of the members at the regular meeting in December.

- a) The President shall preside at all meetings of the membership and have supervision of the affairs of the club.
- b) The Vice President shall discharge the duties of the President in the event of his/her absence or disability for whatever cause.

- c) The Secretary shall keep a complete record of all meetings of the Club and Board of Directors and of all matters for which a record shall be ordered by the Club; shall keep a roll of members of the Club and their addresses; shall notify members of meetings; and notify new members of their election to membership.
- d) The treasurer shall collect and receive all monies due or belonging to the Club and receipt thereof; shall deposit same in such bank as shall be designated by the Club. The books must at all times be open to the inspection of the Board of Directors and the Treasurer shall report every meeting the condition of the finances of the Club and at the annual meeting in January; shall furnish an account of all money received and all expenditures for the fiscal year. A committee of 3 selected by the Board of Directors will audit the books at the conclusion of the fiscal year. The treasurer shall be bonded in such amount as the Board of Directors shall determine.

Section 3 Vacancies

Vacancies occurring on the Board of Directors, or among the officers, during the year shall be filled until the annual meeting by a majority vote of the Board of Directors at either a regular meeting, or at a special Board meeting.

Club Year, Annual Meeting, Elections ARTICLE IV

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 December 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 or 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 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 October the Board shall select a nominating committee consisting of three members. The committee's recommendations will be submitted by the Board to the general membership.

- a) The nominating committee shall nominate one person for each vacant Board position.
- b) Additional nominations may be made at any time prior to the annual meeting, provided the person so nominated accepts, preferably in writing.

Committees ARTICLE V

Section 1

Standing committees are Grounds, Field, Trial and Show. Standing committee chairpersons are appointed by the President and approved by the Board. Each chairperson shall select his/her committee members.

Section 2

All special committees shall be appointed by the President as deemed necessary.

Section 3

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.

Discipline ARTICLE VI

Section 1 American Kennel Club Suspensions

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 \$10.00 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 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 entertains jurisdiction of the charges it shall fix a date of a hearing by the Board not less than 3 weeks nor more than 5 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 or she 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 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 files 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. The defendant shall have the privilege of appearing in 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 present at that 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.

Amendments ARTICLE VII

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.

Dissolution ARTICLE VIII

Section 1

The Club may be dissolved at any time by written consent of not less than 2/3 of the members. In the event of the dissolution, other than for purposes of reorganization of the Club 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 charitable organization for the benefit of purebred dogs selected by the general membership.

Order of Business ARTICLE IX

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:

- Call meeting to order
- Minutes of last meeting
- Report of President
- Report of Secretary
- Report of Treasurer
- Correspondence
- Reports of Committees
- Election of Officers and Board (annual meeting)
- Election of new members
- Unfinished business
- New business
- Adjournment