

CONSTITUTION

Name and Objectives

SECTION 1. The name of the club shall be THE GREATER SIERRA VISTA KENNEL CLUB, INCORPORATED.

SECTION 2. The objectives 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 interest of all breeds of pure-bred dogs through public education.
- c. To encourage sportsmanlike competition at all dog shows and obedience trials.
- d. To conduct Sanctioned Matches, Licensed Dog Shows, Obedience Trials and other special events approved by, and 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 moneys 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.

BY-LAWS

ARTICLE I Membership

SECTION 1. Eligibility:

There shall be four types of memberships open to persons ten 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. Individual. Current members eighteen years of age and older.
- b. Provisional Membership. A six (6) month minimum trial membership period during which a prospective member must attend at least three (3) meetings and demonstrate that he/she should be accepted into full membership status. The provisional member will be assessed annual membership dues for the provisional period. This trial membership period may not exceed twelve months. The Club President or the Chairman of the Membership Committee shall apprise the provisional member of the reason for the designation of Provisional Membership Status. This status shall carry no voting privileges. At the first general membership meeting six calendar months after the award of the provisional status, the provisional member will be presented to the general membership for a vote to accept him/her as a regular member. If not accepted, no reason(s) for non-acceptance by the membership shall be due to the former provisional member.
- c. Juniors. Ten years old but not yet eighteen years old. (Not entitled to vote or hold office.)
- d. Lifetime Membership. May be granted, by a $\frac{3}{4}$ vote of the members present and voting at that meeting, to any member for extraordinary service to the Greater Sierra Vista Kennel Club. This membership shall carry full voting privileges. Dues will be forgiven during the duration of this membership.

While membership is to be unrestricted as to residence, the CLUB's primary purpose is to be representative of the breeders and exhibitors of the immediate area.

SECTION 2. Dues:

Membership dues shall not exceed twenty-five dollars [\$25.00] (Individual) or ten dollars [\$10.00] (Junior Membership) per year, payable on or before the FIRST DAY OF APRIL of each year. Dues can only be changed once a year. Dues shall not be changed without at thirty day notification to all members before voting. No member may vote whose dues are not paid for the current year. During the month of February, 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, address, and occupation of the applicant and it shall carry the endorsement of two members in good standing.

All applications are to be filed with the Recording Secretary and each application is to be read at the first meeting of the CLUB following its receipt.

SECTION 4. Termination of Membership. Memberships may be terminated:

a. By resignation. Any member in good standing may resign from the CLUB upon written notice to the Corresponding Secretary, but no member may resign while in debt to the CLUB. Dues obligation are considered a debt to the CLUB and they become incurred on the FIRST DAY OF EACH APRIL.

b. By lapsing. A membership will be considered as lapsed and automatically terminated if such member's dues remain unpaid sixty days after the FIRST DAY OF APRIL, however, the Board may grant an additional sixty days of grace to such delinquent members in meritorious cases. In no case may a person be entitled to vote at any meeting of the CLUB 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 By-laws.

ARTICLE II Meetings and Voting

SECTION 1. General CLUB Meetings:

General meetings of the CLUB shall be held within twenty-five miles of the city of Sierra Vista, Arizona, once a month, at such hour and place as may be designated by the Board of Directors. It shall be the responsibility of the Corresponding Secretary to ensure that notice of such meetings are sent at least TEN days prior to the date of the meetings. Notice in the CLUB's Newsletter will satisfy this requirement if it is sent ten days prior to the meeting.

The Quorum for such meetings shall be TWENTY PERCENT of the voting 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 Corresponding Secretary upon receipt of a petition signed by five members of the CLUB who are in good standing. Such special meetings shall be held within twenty-five miles of the city of Sierra Vista, Arizona 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 Corresponding Secretary at least FIVE days and not more than FIFTEEN 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 TWENTY PERCENT of the members in good standing.

SECTION 3. Board Meetings:

Meetings of the Board of Directors shall be held within twenty-five miles of the city of Sierra Vista, Arizona once a month at such place, date and hour as may be designated by the Board. The Corresponding Secretary is responsible for notifying all Board members of such meetings at least five days prior to such meetings. Notice in the CLUB's Newsletter will satisfy this requirement if it is sent five days prior to the meeting.

SECTION 4. Special Board Meetings:

Special meetings of the Board may be called by the President, or shall be called by the Corresponding Secretary upon receipt of written request signed by at least three members of the Board. Such special meetings shall be held within twenty-five miles of the city of Sierra Vista, Arizona, at such place, date and hour as may be designated by such person authorized herein to call such meetings. Written notice of such meetings shall be mailed by the Corresponding Secretary at least FIVE days and no more than FIFTEEN days prior to the date of such meetings and notice shall state the purpose of the meeting. No other CLUB business may be transacted thereat. The QUORUM for such meetings shall be a MAJORITY of the Board.

SECTION 5. Voting:

Each member in good standing shall be entitled to vote at any meeting of the CLUB at which he is present and eligible to vote. Proxy voting will not be permitted.

ARTICLE III Directors and Officers

SECTION 1. Board of Directors:

Allowing that some positions may be combined, the total members of the board shall be seven. The Board shall be comprised of the President, Vice-President, Recording Secretary, Corresponding Secretary, Treasurer, Show Chairman and additional members, all of whom shall be members in good standing. All shall be elected for one year term at the CLUB's Annual Meeting, except for the Show Chairman, who is appointed by the Board of Directors, as provided in Article 5 – Section 2., and 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, Recording Secretary, Corresponding 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 Board, and shall have duties and powers normally appurtenant 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 absence.

c. The Recording Secretary shall keep a record of all meetings of the CLUB and the Board and of all matters of which a record shall be ordered by the CLUB and carry out such other duties as are prescribed by these By-Laws.

d. The Corresponding Secretary shall have charge of the correspondence, notifying members of meetings, notifying new members of their election to membership, notifying officers of their election to office, keep a roll of members of the club in good standing, with their addresses and carry out such other duties as are prescribed in these By-Laws.

e. The Treasurer shall collect and receive all moneys due or belonging to the CLUB. The Treasurer shall deposit same in a bank designated by the Board in the name of the CLUB. The books shall at all times be open to inspection by the membership. The receipts and disbursements, not previously reported, shall be reported at every meeting. At the Annual Meeting, the Treasurer shall render an account of all moneys received and expended during the previous year. The Treasurer shall be bonded in such amount as the Board of Directors shall determine.

f. The offices of Recording Secretary, Corresponding Secretary, and/or Treasurer may be held by the same person, in which case the Board of Directors shall be comprised of the officers and other persons for a total of seven persons.

SECTION 3. Vacancies:

Any vacancies occurring on the Board of Directors or among the officers 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 automatically be filled 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, and Elections

SECTION 1. Club Year:

The CLUB's fiscal year shall begin on the first day of January and end on the thirty-first 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 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 board members 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 successor in office all properties and records relating to that office within THIRTY 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. No person may be nominated for more than one office. During the month of November, the Board shall elect a nominating committee consisting of three members and two alternates, not more than one of whom may be a member of the Board. The Corresponding Secretary shall immediately notify the committee members and alternates of their selection. The Board shall name a Chair for the committee and it shall be the duty of the Chair to call a committee meeting which shall be on or before January first.

a. The committee shall nominate one candidate for each office and one candidate for each elected position on the Board. If the office of Recording Secretary and Corresponding Secretary are combined, two candidates shall be nominated for the Board. After securing the consent of each person so nominated, they shall immediately report their nominations to the Recording Secretary in writing.

b. The nominating committee's report shall be presented at the January meeting of the CLUB.

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. If the proposed candidate is not in attendance at this meeting, his proposer shall present a written statement from the proposed candidate signifying his willingness to be a candidate.

d. Nominations and voting for a particular office shall be in sequence listed in Article 3, Section 2 of these By-Laws, to include those nominated by the Nominating Committee and from the floor.

e. Nominations cannot be made at the Annual meeting or in any manner other than as provided in this section.

f. To be eligible for nomination as President, the nominee must have served at least one year as a Board Member or as Show Chairman of THE GREATER SIERRA VISTA KENNEL CLUB, INC.

ARTICLE V Committees

SECTION 1. The President may each year appoint standing committees to advance the work of the CLUB in such matters as dog show, obedience trials, trophies, annual prizes, membership and other fields which may well be served by committees. Such committees shall be subject to final authority of the Board. Special committees may be appointed by the Board to aid with particular projects. The President shall be an ex officio member of all committees except the Nominating Committee.

SECTION 2. At the first Board, following their election, the Board shall appoint a Show Committee Chairman. The Show Committee Chairman shall serve in the same capacity as an elected Board Member.

SECTION 3. Any Committee member appointed 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 VI Discipline

SECTION 1. American Kennel Club Suspension:

Any member who is suspended from 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 conduct prejudicial to the best interest of the CLUB. Written charges, with specifications, must be filed in duplicate with the Corresponding Secretary together with a deposit of TEN DOLLARS (\$10.00) which shall be forfeited if such charges are not sustained by the Board following a hearing. The Corresponding Secretary shall promptly send a copy of the charges to each member of the Board, and present them at a Board meeting. The Board shall first consider whether the actions alleged in the charges, if proven, might constitute conduct prejudicial to the best interest of the CLUB. If the Board considers that the charges do not constitute conduct which would be prejudicial to the best interest 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 three weeks nor more than six weeks thereafter. The Corresponding Secretary shall promptly send one copy of the charges to the Plaintiff and Defendant by registered mail, together with a notice of the hearing date and time and 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 Plaintiff and Defendant shall be treated uniformly in that regard. Should the charges be sustained, after hearing all the evidence and testimony presented by Plaintiff and Defendant, the Board, by majority vote of those present, may vote to reprimand or suspend the Defendant from all privileges of the CLUB for not more than six months from the date of the hearing. If the Board deems the punishment insufficient, the Board may also recommend to the membership the penalty of expulsion. In such cases, the suspension shall not restrict the Defendant's right to appear before his fellow members at the ensuing meeting of the CLUB which considers the Board's recommendation. Immediately after the Board has reached a decision, the findings shall be put in writing and filed with the Recording Secretary. The Corresponding Secretary, in turn, shall notify each of the parties of the decision of the Board and penalty, if any.

SECTION 4. Expulsion:

Expulsion of a member from the CLUB may be accomplished only at a General Membership meeting of the CLUB, following a Board hearing and upon recommendation of the Board 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 sixty days but not earlier than thirty days after the date of the recommendation of expulsion by the Board. The Defendant shall have the privilege of appearing in his own behalf, though no evidence will be taken at this meeting. The President shall read the charges and the finding of the Board and recommendation 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 two-thirds (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 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 Corresponding Secretary and 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 within three months of the date when the petition was received by the Corresponding Secretary.

SECTION 2. The Constitution and By-Laws may be amended by a two-thirds (2/3) vote of the membership 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.

ARTICLE VIII Dissolution

The CLUB may be dissolved at any time by the written consent of not less than two-thirds (2/3) of the members. In the event of such 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. After payment of the debts of the CLUB, the property and assets shall be given to a charitable organization, selected by the Board of Directors, for the benefit of dogs.

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:

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| 1. Introduction of guests | 8. Election of Officers and Board
(Annual Meeting) |
| 2. Roll call of Officers | 9. Election of new members |
| 3. Minutes of last meeting | 10. Unfinished Business |
| 4. Report of President | 11. New Business |
| 5. Report of Secretary | 12. Announcements |
| 6. Report of Treasurer | 13. Adjournment |
| 7. Report of Committees | |

SECTION 2. At meetings of the Board, the order of business, unless otherwise directed by majority vote of those present, shall be as follows:

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| 1. Reading of minutes of last meeting | 5. Unfinished business |
| 2. Report of the Secretary | 6. New Business |
| 3. Report of the Treasurer | 7. Announcements |
| 4. Reports of committees | 8. Adjournment |

SECTION 3. The educational portion of the CLUB meetings (guest speaker, film, etc.) may be either immediately prior to roll call of the officers or immediately prior to adjournment, as determined by the Board.

SECTION 4. In all other instances, Robert's Rules of Order, Revised, shall govern the conduct of business at meetings of the CLUB, the Board of Directors and all committees wherever they are applicable and not in conflict with these By-Laws and Constitution.

Revised: General Membership Meeting, September 26, 2006