

# Heartland Dalmatian Club of Greater Kansas City

## Constitution and Bylaws

December 2, 2007

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## ARTICLE I

### PURPOSE

#### Section 1

The name of the Club shall be *Heartland Dalmatian Club of Greater Kansas City*.

#### Section 2

The purpose of the Club shall be:

- (a) To encourage and promote the breeding of quality purebred Dalmatians, and to do all possible to bring their natural qualities to perfection.
- (b) To do all possible to give encouragement and educate owners, exhibitors, admirers, and Junior Handlers.
- (c) To urge members and breeders to accept the standard of the breed, as approved by the American Kennel Club, as the only standard of excellence by which Dalmatians shall be judged.
- (d) To do all in its power to protect and advance the interests of the breed by encouraging sportsmanlike competition at dog shows, obedience trials and other performance events.

(e) To conduct and/or support dog shows, training classes, obedience trials, other performance events and sanctioned matches under the rules and regulations of the American Kennel Club.

### **Section 3**

The Club shall not be 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 bylaws as may be required to carry out these objectives.

## **ARTICLE II**

### **MEMBERSHIP**

#### **Section 1**

##### **Eligibility**

(a) Regular membership shall be open to 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. In addition, the Club welcomes (non-voting) junior members under the age of eighteen. Upon reaching age 18, a junior member shall renew as an adult member.

(b) Couple memberships shall be available to two individuals residing in the same household. Each individual over the age of 18 receives one vote at membership meetings. Family memberships shall be available to related groups of three or more living in the same household. Family members over the age of 18 each receive one vote at memberships meetings.

(c) While membership is to be unrestricted as to residence, the Club's primary purpose is to be representative of the owners, breeders and exhibitors in the Greater Kansas City area.

#### **Section 2**

##### **Dues**

(a) Annual dues shall be set by the Board of Directors each year in time for the Treasurer to send to each member, by February 15<sup>th</sup>, a statement of his and/or her dues for the ensuing year. Membership dues shall not exceed \$25.00 per year per individual

or \$50.00 per year per family unit. A maximum of two votes per household is allowed for a family membership.

(b) Membership dues shall be due and payable on or before April 1 for the period of April 1 through the last day of March of the succeeding year.

(c) No member may vote whose dues are not paid for the current year at the time a vote is taken.

### **Section 3**

#### **Election to Membership**

(a) Each application for membership shall be on a form approved by the Board of Directors.

(b) The membership application of the prospective member shall be submitted with the dues payment for the current year. Applicants who become members after December 1 shall be considered paid up until April 1 through the following year.

(c) All membership applications shall be forwarded to the Club Membership Chairperson who, upon receipt of membership applications, shall submit these names to the Club's general membership. Any member in good standing who has reason to believe that the applicant cannot live up to the objects of the Club shall notify in writing the Club President of their concerns. All applications and pertinent data supplied to the membership shall be taken up at the next meeting. The affirmative vote of 2/3 of the members present and voting by secret ballot at that meeting shall be required to elect an applicant.

(d) All applicants shall be notified in writing by the Membership Chairperson of their acceptance or rejection to membership. Applicants for membership who have been rejected by the Club may re-apply one year after such rejection.

### **Section 4**

#### **Termination of Membership**

Memberships may be terminated as follows:

(a) By resignation. Any member in good standing may resign from the Club upon written notice to the Secretary. 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.

(b) By lapsing. A membership shall be considered lapsed and automatically terminated if a member's dues remain unpaid one month after the first day of the fiscal year; however the Board may grant an additional 30 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 VIII of these Constitution and By-Laws.

## **Section 5**

### Reinstatement

A member previously in good standing, whose membership lapsed or who has resigned may, upon the recommendation of the Board, be reinstated following his application for reinstatement and payment of dues.

## **ARTICLE III**

### **MEETINGS AND VOTING**

## **Section 1**

### Annual Meeting

The Annual Meeting of the Club shall be held at a time and place selected by the Board of Directors. Elections will take place at the Annual meeting, currently in June of each year. A change in the month of the Annual Meeting requires a 3 month written or electronic notice to all Club members.

## **Section 2**

### Business Meeting

Quarterly meetings during the course of the year shall be designated by the Board of Directors as Business Meetings and held within the Greater Kansas City Area. The June General Membership meeting shall be designated as the Annual Meeting.

## **Section 3**

### Quorum

Twenty percent (20%) of the membership entitled to vote shall constitute a quorum for the transaction of all business brought before a meeting.

## **Section 4**

### Member Notification

(a) Written or electronic notice of each meeting shall be mailed or sent by the Secretary at least 10 days and not more than 30 days prior to the date of the meeting.

(b) Clubs may send members notification of club meetings (also included would be dues notices; minutes and newsletters) and board members notification of board meetings via email, provided that:

(c) The member or board member has signed an authorization agreeing to this method of communication. Such 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.

## **Section 5**

### **Special Club Meetings**

(a) Special Club Meetings may be called by the President; by a majority of the members of the Board of Directors who are present and voting at any Regular or Special meeting of the Board; by request to the Secretary of a majority of the Board members; or 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 within the Greater Kansas City Area at a date, place, and time as designated by the person or persons authorized herein to call the meeting.

(b) Written or electronic notice for a Special Meeting shall be mailed or sent by the Secretary to each member at least 10 days and not more than 30 days prior to the date of the meeting. A quorum of 20% of the members in good standing is needed for the transaction of all business brought before a Special meeting. The written notice shall state the purpose of the Special Meeting and no other Club business shall be transacted at a Special meeting.

## **Section 6**

### **Board Meetings**

(a) Meetings of the Board of Directors shall be held quarterly within the Greater Kansas City Area at such date, hour, and place as designated by the Board, or by telephone or electronic means. Polling of the board by the President via telephone or electronic means may be allowed for all business except Discipline - Article VIII

(b) Written or electronic notice of Board Meetings shall be mailed or sent by the Secretary at least 10 days and not more than 30 days prior to the date of the meeting.

(c) At any Board meeting, a majority of the directors shall constitute a quorum.

(d) Special Meetings may be called by the President and shall be called by the Secretary upon receipt of a written or electronic request signed by at least three members of the

Board. Such Special Meetings shall be held within the greater Kansas City area at such an hour and place as may be designated by the person authorized to call the meeting.

(e) Upon the discretion of the President, committee chairpersons may be invited to attend the Board meeting for the submission of reports.

## **Section 7**

### **Voting**

Each member in good standing and whose dues are paid for the current year shall be entitled to one vote to be cast in person at meetings of the membership. Voting by proxy shall not be permitted.

## **ARTICLE IV**

### **DIRECTORS AND OFFICERS**

## **Section 1**

### **Board of Directors**

(a) General management of the Club's affairs shall be entrusted to a Board of six Directors consisting of four officers and two Members-at-Large. All Board members shall be elected for a two-year term; the President, Secretary and one Member-at-Large being elected in odd years, and the Vice-President, Treasurer and one Member-at-Large being elected in even years.

(b) No person shall be eligible to be an officer or member of the Board of Directors who shall not have been a member of the Club in good standing for one year or more.

(c) No member of the Board of Directors may serve more than two consecutive terms (four years) on the Board. After a member has served two consecutive terms in office he may not run for re-election nor fill a vacancy on the Club's Board for a period of one year.

(d) In the event any member of the Board of Directors fails to participate in or attend two consecutive Board meetings, the Board shall direct an inquiry to this member to determine whether this Board member is able to continue in his duties, or if his seat shall be declared vacant.

(e) Any vacancies occurring on the Board due to resignation, declared vacancy or death shall be filled until the next election by a vote of all remaining members of the Board at its first meeting following the creation of such a vacancy. Should the President be unable to complete an elected term, the Vice-President shall automatically succeed him/her.

## **Section 2**

### **Officers**

(a) The Club's officers shall consist of a President, Vice President, Secretary, and Treasurer who shall be elected by the membership at the Annual meeting for a term of two years or until their successors are elected and qualified.

(b) The President shall preside at all meetings of the Club and the Board, and shall have the duties and powers normally pertinent to the office of the President, in addition to those specified in these Constitution and By-Laws.

(c) The Vice President shall have the powers and exercise the duties of the President, in the event of the President's absence or incapacity. This officer shall act as the Club's official Historian, and shall maintain a permanent record of all activities, events, and matters of interest to the Club during the term of office for which he/she is elected.

(d) The Secretary shall keep a record of all meetings of the Club, the Board of Directors, and all matters for which records shall be requested by the Club. Regular Club meeting minutes shall be submitted to the newsletter editor for publication in the next printed edition. At the termination of service, this officer shall turn over to the newly elected Secretary all records in this regard. A full and complete record of the Club shall be maintained, together with addresses and phone numbers. In addition, the Secretary shall carry out such other duties as are prescribed in these Constitution and By-Laws.

(e) The Treasurer shall collect and receive all monies due and belonging to the Club and shall provide receipt. The Treasurer shall deposit all monies in a bank satisfactory to the Board. Two signature cards shall be signed, but only one signature shall be needed to deposit and withdraw funds. The signatures shall be the Club Treasurer and the Club President, with either signature capable of action on the account. The Treasurer shall establish and maintain a ledger showing all moneys collected and expended. All bills engendered by the Club and approved thereon by the Board shall be paid by the Club Treasurer. Any expenditure in excess of \$50 shall require advance approval by the Board. It shall be the goal that all bills are to be paid within thirty days of invoice. In case of delay, the vendor shall be notified by the President as to the cause of the delay. The financial books and ledgers of the Club shall be available and open to the Board for inspection at all times. The Treasurer's report at each Board meeting shall report the condition of the Club's finances along with an itemization of all moneys received and expended since the last report. At the Annual meeting, the Treasurer shall account for all moneys received and expended during the previous fiscal year. The Club's financial books and ledgers shall be audited annually by a committee of three persons appointed by the Board.

## **ARTICLE V**

### **ELECTION OF DIRECTORS**

## **Section 1**

### Nomination of Directors

(a) The Board shall select a Nominating Committee consisting of three members, all of whom shall have been a member in good standing for at least one year. This committee shall be selected 3 months prior to the Annual meeting and establish a slate of nominations for each position due for election. Nominations shall be made no later than 10 days prior to the General Membership meeting prior to the Annual meeting, whether by meetings of the committee, by telephone or electronic means, or written correspondence.

(b) The committee shall select only one candidate for each open position on the Board. No husband and wife, nor any two or more members of the same immediate family or household shall serve on the Board at the same time. Special exemptions to this policy will be allowed when approved by the general membership. After securing the consent of each candidate, they shall immediately inform the Secretary of their selections.

(c) Upon receipt of the nominating committee's report, the Secretary shall notify Club members in writing or by electronic means at least 5 days prior to the General Membership meeting prior to the Annual meeting, of the candidates nominated.

(d) Additional nominations may be made at the General Membership meeting prior to the Annual meeting by any member in attendance provided that the person so nominated does not decline when their name is proposed and provided further that if the proposed candidate is not in attendance at this meeting a written statement shall be presented to the Secretary from the proposed candidate signifying willingness to be a candidate. No person may be a candidate for more than one office.

(e) Nominations may not be made in any manner other than provided in Article V, Section 1.

## **Section 2**

### Election of Directors

(a) The Directors shall be elected by secret ballot from among those nominated in accordance with Section 1 of this Article IV, at the Annual meeting. The candidate for each position receiving the largest number of votes shall be declared elected. The Board of Directors shall be seated at the end of the Annual meeting.

(b) Each retiring officer shall turn over to the successor in office all properties and records relating to that office within 30 days after the election.

## **ARTICLE VI**

### FISCAL YEAR



## **Section 1**

### **Fiscal Year**

The fiscal year of the Club shall extend from April 1 of each calendar year to March 31 of the next calendar year.

## **ARTICLE VII COMMITTEES**

### **Section 1**

#### **Standing Committees**

The Board shall each year appoint a Standing Committees to advance the work of the Club in such matters as dog shows, obedience trials, annual prizes, trophies, membership, and other fields which may be served by committees. Such committees shall always be subject to the final authority of the Board. Special Committees may also be appointed for special projects. The President shall serve as an ex-officio member of all committees excepting the Nominating Committee.

### **Section 2**

#### **Committee Reports**

Committee reports may be given by the Committee chairman at any Board or Business meeting of the Club, either in person, in writing or by electronic means. Reports are defined as a *Report of Intention*, a *Report of Progress*, and/or any other report needed to keep the Board informed at all times.

### **Section 3**

#### **Committee Commitment**

Any committee appointment may be terminated by a majority vote of the full Board of Directors. Upon written or electronic notice to the appointee terminated, the Board may appoint successors to those persons whose services have been terminated.

## **ARTICLE VIII**

### **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 Club member may proffer charges against another Club member for alleged misconduct prejudicial to the best interests of the Club or the breed. Written charges with specifications must be filed in duplicate with the Secretary together with a deposit of \$10 that shall be forfeited if such charges cannot be 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. If the Board rules that the charges alleged do not constitute actions 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/she wishes.

## **Section 3**

### **Board Hearings**

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 Board sustain the charges 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. Should the Board deem the aforementioned 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, the written findings shall be filed with the Secretary. The Secretary shall promptly 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 only be completed at a meeting of the Club's General Membership following a Board hearing and upon the Board's recommendation as provided in Section 3 of this Article. Such proceeding may occur at

a regular or special meeting of the Club to be held within 60 days but not earlier than 40 days after the date of the Board's recommendation of expulsion. The defendant shall have the privilege of appearing in his/her own behalf, though no additional evidence shall be introduced at this meeting. The President shall read the charges and the Board's finding and recommendation. The defendant shall then have the opportunity to speak in his/her own behalf. The members shall then vote by secret ballot on the proposed expulsion. A two-thirds vote of those present and voting at the meeting is necessary for expulsion. If expulsion is not so voted the Board's suspension shall stand.

## **ARTICLE IX**

### **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 sent to each member at least 5 days prior to the date of the meeting.

## **ARTICLE X**

### **DISSOLUTION**

#### **Section 1**

The Club may be dissolved at any time by the written consent of not less than 2/3 of the members in good standing. 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 neither the Club, nor any proceeds thereof nor any assets of the Club shall be distributed to any Club members. After payment of any Club debts its property and assets shall be given to the Dalmatian Club of America for purposes selected by the Board of Directors.

## **ARTICLE XI**

### **CONDUCT OF MEETING AND ORDER OF BUSINESS**

## **Section 1**

The rules of Parliamentary Procedures 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 By-laws and any other special rules of order the Club may adopt.

## **Section 2**

### **General Membership Meetings**

The following standard order of business will be followed after the Call to Order of each Club meeting. This order will be:

- Roll Call
- Minutes of Last Meeting
- President's Report
- Secretary's Report
- Treasurer's Report
- Standing Committee Reports
- Special Committee Reports
- Elections of Officers & Board (Annual Meeting only)
- Elections of New Members
- Unfinished Business
- New Business
- Miscellaneous Matters (Announcements, Requests, Etc.)
- Adjournment

## **Section 3**

### **Board Meetings**

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

- Minutes of Last Meeting
- President's Report
- Secretary's Report
- Treasurer's report
- Committee Reports
- Unfinished Business
- New Business
- Adjournment

## **ARTICLE XII**

## MISCELLANEOUS

### **Section 1**

Anything not covered in these Constitution and By-Laws shall be covered by Operating Policies and Guidelines as recommended by the Board of Directors as deemed necessary and ratified by a majority of the voting members of the Club at the next regular meeting of the Club.