

CONSTITUTION

ARTICLE I

Name and Objects

SECTION 1. The name of the Club shall be AUGUSTA 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 competitions at dog shows and sanctioned matches;
- c) To conduct sanctioned matches and dog shows under the rules of the American Kennel Club.
- d) To promote responsible dog ownership.

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. There shall be four (4) types of membership open to person who are in good standing with the American Kennel Club and who subscribe to the purposes of this club. Regular membership: Open to persons 18 years of age or older. Regular members enjoy all the privileges of the club including the right to vote and hold office. Honorary membership: Open to person 18 years of age or older. Honorary memberships are appointed by the Board. Honorary members cannot vote or hold office. However, such members can maintain regular membership if they pay dues. Lifetime membership: For those individuals who have been members for a long period of time (usually 25 years). Lifetime memberships are appointed by the Board. Lifetime members pay no dues but are eligible to vote. Junior Membership: Open to person 10-17 years of age. Junior members cannot vote or hold office and may convert to regular membership upon reaching their 18th birthday.

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 greater Augusta area.

SECTION 2. Dues. Membership dues shall not exceed \$50 per year for regular membership; dues for junior membership shall not exceed \$25 per year, 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 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 the Constitution and by-laws and the rules of the American Kennel Club. The applicant shall state his name, address, and occupation on the application and it shall carry the endorsement of two (2) members in good standing. Accompanying the application, the prospective member shall submit dues as payment for the current year.

Applicants for membership must attend at least three (3) regular meetings of the Club prior to filing an application for membership. 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. Each application is to be submitted to the board for its recommendation within sixty-seven (67) days of receipt. Following the recommendation by the Board, the application will be voted upon at the next club meeting and affirmative votes of 2/3 of the members present and voting by secret ballot at that meeting shall be required to elect the applicant. Applicants for membership shall not attend the meeting at which application is voted upon.

Applicants for membership who have been rejected by the Club may not re-apply within six months after such rejection.

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 and they become incurred on the first day of each fiscal year.
- b) by lapsing. A membership will be considered as lapsed and automatically terminated if such member's dues remain unpaid ninety (90) days after the first day of the fiscal year; however, the Board may grant an additional ninety (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 VI of these by-laws.
- d) verbal resignation. At any general meeting of the membership where a quorum is present, a member in good standing may resign verbally before the body of the Club.

ARTICLE II

Meetings and Voting

SECTION 1. Club Meetings. Meetings of the Club shall be held monthly in the greater Augusta area at such hour and place as may be designated by the Board of Directors at its meeting in the month prior to the next meeting. Notification of each such meeting may be by written mail or e-mail by the Corresponding Secretary not less than five (5) nor more than ten (10) days prior to the date of the meeting. The quorum for such meetings shall be twenty percent (20%) of the members in good standing.

SECTION 2. 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 (5) members of the Club who are in good standing. Such special meetings shall be held in the greater Augusta 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 meeting shall be mailed or e-mailed by the Corresponding Secretary at least five (5) 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 (20%) of the members in good standing.

SECTION 3. Board Meetings. Meetings of the Board of Directors shall be held monthly either, in person in the greater Augusta area (at a minimum of once per quarter), or by teleconference or video conference at such date and time as may be designated by the Board. Written notice of each such meeting shall be mailed or e-mailed by the Corresponding Secretary at least five (5) days prior to the date of the meeting. A quorum for such meetings 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. Such special meetings shall be held in the greater Augusta 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 meeting shall be mailed or e-mailed by the Corresponding Secretary at least five (5) 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. A quorum for such meetings 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 any meeting of the Club at which he/she is present. Proxy voting will not be permitted at any Club meeting or election.

ARTICLE III
Directors and Officers

SECTION 1. The Board shall be comprised of the President, Vice President, Recording Secretary, Corresponding Secretary, Treasurer and **four (4)** other persons, all of whom are members in good standing. These Officers and Directors shall be elected for one-year terms at the Club's annual meeting as provided in ARTICLE IV 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. Officer. 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 the 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 preside at all meetings of the Club and Board, and shall have the duties and powers normally appurtenant to the office of President in addition to those particularly specified in these by-laws.
- c) The Recording Secretary shall keep a record of all meetings of the Club and of the Board and of all matters of which a record shall be ordered by the Club. The Corresponding Secretary shall have charge of the correspondence, notify members of meetings, notify members of their election to membership, and notify Officers and Directors of their election to office. The Recording Secretary shall keep a roll of the members of the Club with their addresses, provide the Corresponding Secretary and Treasurer with the same membership lists and carry out such other duties as are prescribed in these by-laws.
- d) 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 condition of the Club's finances and every item of receipt or payment not before reported; and at the annual meeting, he or she 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.
- e) AKC Delegate shall attend the American Kennel Club's Quarterly Delegates' Meeting held at the American Kennel Club offices. The Delegate will relay information from the American Kennel Club Delegates' Meetings to the Board and to the general membership. The Delegate will represent the viewpoint of the Augusta Kennel Club as directed by the Board. The Delegate will be appointed by the Board of Directors and shall serve a two year term. Appointment will be made at the first meeting in January of even years.

SECTION 3. Vacancies. Any vacancies occurring on the Board or among the Officers during the year shall be filled until the next annual elections by a majority vote of all the members of the Board at its regular meeting following the creation of such vacancy in the office of

President shall be filled automatically by the Vice-President and the resulting vacancy in the Office of the 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 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 the election at the next annual meeting.

SECTION 2. Annual Meeting. The annual meeting of the Club 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 thirty (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 four 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 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 Corresponding Secretary shall immediately notify the committeemen and alternates of their selection. The Board shall name a Chairman of the Committee and it shall be his or her duty to call a meeting which shall be held on or before October first.

- a) The Committee shall nominate one candidate for each office and four candidates for the four other positions on the Board, and after securing the consent of each person so nominated, shall immediately report their candidates to the Recording Secretary in writing.
- b) Upon receipt of the Nominating Committee's report, the Corresponding Secretary shall, before October tenth notify each member in writing of the candidates so nominated.
- c) Additional nominations may be made at the November meeting by any member 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.

- d) Nominations cannot be made at the Annual Meeting or in any manner other than 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 shows 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 appointed 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 any of the privileges of the American Kennel Club automatically shall be suspended from the privileges of the Club for a like period.

SECTION 2. Discipline, Charges. Any member may prefer charges against a member for alleged misconduct prejudicial to the best interests of the Club or purebred dogs. Written charges with specifications must be filed in duplicate with the Recording 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 Corresponding 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 three (3) weeks nor more than six (6) weeks thereafter. The Corresponding 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 (6) 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 finding shall be put in written form and filed with the Recording Secretary. The Corresponding 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 sixty (60) days but not earlier than thirty (30) days after the date of the Board's recommendations, and shall invite the defendant, if present to speak in his or her behalf if he or she wishes. The meeting 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 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 Recording 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 Corresponding Secretary for a vote within three months of the date when the petition was received by the Recording Secretary.

SECTION 2. The Constitution and by-laws may be amended by a two-thirds (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 **or e-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 VIII

Dissolution

SECTION 1. Dissolution. The Club may be dissolved at any time by written consent of not less than two-thirds (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 the

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 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:

- Roll Call
- Minutes of the Last Meeting
- Report of the President
- Report of the Corresponding Secretary
- Report of the Treasurer
- Report of the 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 a majority vote of those present shall be as follows:

- Minutes of Last Meeting
- Report of the Corresponding Secretary
- Report of the Treasurer
- Report of the Committees
- Unfinished Business
- New Business
- Adjournment

ARTICLE X

Parliamentary Authority

SECTION 1. The rules 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 special rules of the of order the Club may adopt.

Augusta Kennel Club, Inc.
CONSTITUTION AND BY-LAWS

Written February 9, 1977
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