

BUTLER COUNTY KENNEL CLUB, INC.

**BY-LAWS
REVISED OCTOBER, 2006**

ARTICLE I

CORPORATE NAME AND PURPOSES

Section 1. The name of the organization shall be Butler County Kennel Club, Inc.

Section 2. The purposes of the club are to foster greater interest in breeding, training, raising and caring for pure-bred dogs in Butler County, Pennsylvania; to provide for the instruction of dog owners in Butler County and surrounding counties on breeding, training, raising, showing, and caring for purebred dogs; to sponsor and hold sanctioned and licensed dog shows in Butler County; to hold business and social meetings of its members for the purpose of establishing a club house or meeting place for the organization.

ARTICLE II

MEMBERSHIP

Section 1. The membership shall be composed of an unlimited number of active and honorary members.

Section 2. Any person, at least 18 years of age, in good standing with the American Kennel Club (A.K.C.) and who subscribes to the purposes of the club is eligible for membership.

Section 2a. The following is a listing of the different memberships offered: Individual, Family, Junior, Honorary, and Life.

Individual Membership is defined as one individual with voting rights.

Family Membership is defined as husband and wife with voting rights.

Junior membership is one individual between the ages of 10-17 with no voting rights.

Honorary and Life memberships may be established by the Board of Directors at any meeting of the Board upon the affirmative vote of the majority of the board. The Board of Directors shall establish the criteria for Honorary and Life memberships.

Section 3. Every application for membership shall be: (1) made in writing on the club's official application form (2) endorsed by a member in good standing, and (3) shall be personally presented to the Secretary by the applicant at any meeting of the

members. Initiation fee and dues for the current year shall accompany the application. The application shall be read during the meeting at which it was submitted and be available for inspection by any member in good standing. The applicant must attend two (2) meetings following the submission of the application. After attending the two (2) meetings following the submission of the application, the applicant will be submitted for election. The applicant will not attend the meeting at which the membership application will be submitted for election. The Secretary will notify applicant not to attend the election meeting. The application will be voted upon, and affirmative votes of three-fourths of the members present and voting at that meeting shall be required to elect the applicant. The Secretary shall notify the applicant of the results of the election. Applicants who have been rejected by the club may not re-apply within six (6) months of such rejection.

Section 4. Active members in good standing shall be entitled to every privilege and to participate in all benefits of the club.

Section 5. During the month of November, the Treasurer shall send to each member a statement of his/her dues for the ensuing year.

Section 6. Any member who has not paid his/her dues on or before the first of March shall not be considered in good standing for that club year. Membership shall be terminated and a letter shall be sent by the Secretary to member(s) notifying them of this action and their delinquency and method of reapplication. Individuals wanting to reapply for membership shall be required to go through the same process as any new applicant. See Section 3. There is no waiting period for re-application.

Section 7. A member shall be expelled only for such conduct considered highly injurious to the club. All complaints shall be in writing, signed by complainant, and presented to the Secretary, who shall notify the President. A special meeting of the members shall be called, to meet within thirty (30) days unless a regular meeting of the members shall intervene. The accused member shall be given ten (10) days written notice of the complaint and hearing date thereon, and may appear in person and defend with or without legal counsel. Expulsion can only be based upon a majority vote of the total membership.

Section 8. If any member is expelled, or resigns for any reason, no dues or part thereof shall be returned, and he/she shall not be released from any debt or obligation due to the club. Expulsion from the club is permanent. If a member resigns for any reason, there will be a waiting period of six (6) months before the former member can reapply for membership. After the waiting period, the former member will follow the procedure outlined in Section 3.

ARTICLE III

DIRECTORS AND OFFICERS

Section 1. The government and management of the club shall be vested in a Board of seven (7) Directors, (hereinafter referred to as the Board). Made up of members

of the club, each of whom shall be elected for one-year term at the annual meeting of the members and shall serve until their successors are elected.

Section 2. The officers of the club shall consist of a President, a Vice-President, a Secretary and a Treasurer, all of whom shall be members of the Board. Officers shall be elected for one-year terms at the annual meeting of the members and shall serve until their successors are elected.

Section 3. Following the annual meeting of the members, the Board shall elect a delegate to the American Kennel Club, who must be a member of the club, but need not be a member of the Board.

Section 4. The Show Committee shall consist of the Board, the show chairperson and other appointees as deemed necessary.

Section 5. The President shall attend generally to the executive business of the club, under the direction of the Board of Directors, and be "ex officio" a member of all committees. The President shall preside at all meetings of the Board of Directors, and all meetings of the members. The President shall notify members of their appointment to committees.

Section 6. The Vice-President shall, in the absence or disability of the President, perform his duties except for appointing committees.

Section 7. The Secretary shall be present at all meetings of the members and Board of Directors, take minutes of the proceedings, and record the same in a suitable book for preservation. The Secretary shall have charge of all of the books, letters, and correspondence of the club. Upon receipt of application for membership, the Secretary shall furnish applicant with a printed copy of the Bylaws and Code of Ethics. The Secretary shall notify members of their election to office. The Secretary shall keep a roll of the members of the club with their addresses, telephone numbers and, if available, email address. The Secretary shall also perform any of the duties imposed by these By-Laws or which are customary and incident to the Secretary in like corporation.

Section 8. The Treasurer shall collect and receive all moneys due to or belonging to the club and receipt therefore. The Treasurer shall deposit the same in the name of the club in such Bank as shall be designated by a majority vote of the Board of Directors and his/her books shall at all times be open for inspection by the Board of Directors. The Treasurer shall report to them whenever requested by them, and at every meeting on the conditions of the finances of the club. At the annual meeting of all members, the Treasurer shall render an account of all moneys received and expended during the preceding year, which account must be audited by the Board. The procedures of withdrawing all deposited funds will be set by the Board.

Section 9. Any vacancy on the Board or in any office shall be filled until the next annual meeting of the members by a majority vote of the Board. A vacancy shall be deemed to have occurred if a Director (1) is not a member in good standing (2) dies, resigns, or declines to act, or (3) is rendered unable to perform the duties of his/her office.

ARTICLE IV

CLUB YEAR, NOMINATIONS AND ELECTIONS

Section 1. The Club's fiscal year shall begin on the first day of January and end on the last day of December.

Section 2. 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 3. The nominated candidate receiving the greatest number of votes for each office shall be declared elected.

Section 4. No person may be a candidate in a Club election who has not been nominated. During a meeting of the Board in the month of June of each year, the Board shall select a nominating committee consisting of three (3) members and one (1) alternate, not more than one of whom shall be a member of the Board. The Secretary shall immediately notify the committeemen and alternate of their selection. The Board shall name a Chairman for the Committee and it shall be his duty to call a committee meeting which shall be held within two (2) weeks after the committee is notified of its selection.

(a.) The Committee shall nominate one (1) candidate for each of the offices and Board positions as hereinabove provided, and upon acceptance by such nominees, immediately report the nominations and acceptances to the Secretary in writing. Such report must be submitted prior to August 1st of each year.

(b.) Upon receipt of the Nominating Committee's report, the newsletter shall forthwith notify each member in writing before August 15th of the candidates so nominated.

(c.) Additional nominations may be made at the September meeting by any member in attendance provided that the person so nominated accepts when his name is proposed, and provided further that if the proposed candidate is not in attendance at this meeting, his or her nominator shall present to the 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 by the Nominating Committee.

(d.) Nominations cannot be made at the annual meeting or in any manner other than as provided in this Section 3 of Article IV.

ARTICLE V

MEETINGS

Section 1. The annual meeting of the members shall be held in Butler County during the month of October at which directors and officers for the ensuing year shall be elected. Notice of the time and place of the annual meeting shall be included in the newsletter. The newsletter shall be mailed out ten (10) days before the scheduled meeting.

Section 2. Special meetings of the members may be called by the President at any time on his/her own initiative, or shall be called by the President or Secretary upon the request of five (5) members or such officer made in writing. Notice of any such meeting shall be mailed to each member at least ten (10) days previous thereto and at such special meeting there shall only be considered such business as is specified in the notice thereof.

Section 3. Monthly meetings of the members shall be held at such times and such places as may be designated by the Board of Directors.

Section 4. At all business meetings of the members, the members in good standing who are present, or are absent, but are represented by proxy, shall constitute a quorum. A proxy vote constitutes written & signed permission of an absentee voter and is recorded by the Secretary in the minutes.

Section 5. All matters submitted to the membership at its regular annual meeting or a special meeting shall be determined by the action of a majority of the members in good standing present, or who are absent, but are represented by a proxy.

Section 6. Meetings of the Board shall be called by the President, or by the Secretary upon the request of any two (2) members of the Board. Five (5) members of the Board shall constitute a quorum for the transaction of business. There are five (5) regularly scheduled Board meetings each year.

ARTICLE VI

COMMITTEES

Section 1. The President shall, with majority consent of the Board, appoint standing or special committees to advance the work of the club. Such committees shall always be subject to the final authority of the Board.

Section 2. Any committee appointment may be terminated by a majority vote of the Board upon written notice to the appointee.

ARTICLE VII

AMMENDMENT TO BY-LAWS

This Constitution and By-Laws cannot be changed except by a two-third vote of the members in good standing at a meeting called for the purposes of considering amendments thereto. A transcript of the proposed amendments must be sent to each member in good standing, together with a notice of the meeting, at least two (2) weeks prior to the meeting date.

ARTICLE VIII

DISSOLUTION

The club may be dissolved at any time by the written consent of not less than two-thirds of the members. After payment of all debts of the club, the remaining assets will be donated to one or more charitable institutions so named at the time by a majority of the club members.

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.

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