



## **CONSTITUTION AND BY-LAWS OF THE SALISBURY N.C. KENNEL CLUB**

### **ARTICLE I. NAME AND OBJECTS**

Section 1. Name. The name of the Club shall be the Salisbury N.C. Kennel Club.

Section 2. Objects. The objects of the Club shall be:

- (a) to further the advancement of all breeds of purebred dogs,
- (b) to conduct dog shows (obedience trials) and sanctioned matches under the Rules and Regulations of the American Kennel Club,
- (c) to carry on educational work of a nature that will popularize purebred dogs and encourage their registration and/or training.

Section 3. Non-Profit Organization. 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.

### **ARTICLE II. MEMBERSHIP**

Section 1. Eligibility. There shall be four type of membership to all persons 18 years of age or older who are in good standing with the American Kennel Club Inc. and who subscribe to the purpose of the Salisbury Kennel Club Inc. Children under 18 years of age are eligible for membership as non-voting members. Types of Membership *Regular (Individual)* — Enjoys all club privileges including the right to vote and hold office. *Household* — Two (2) adult members residing in the same household, each eligible to vote and hold office. *Junior* — Open to children under 18 years of age; a non-voting/non office holding membership which may automatically convert to regular membership at age 18. *Honorary* — An individual who has made significant contributions to the Sport, Breed or the Club; honorary members pay no dues and are not eligible to vote, but can maintain regular (or household) membership if they pay dues. *Life* — For those individuals who have been members for a long period of time (usually 20+ years); Life members pay no dues but are eligible to vote and hold office.

The following guidelines for membership are to enable the club to maintain and increase its membership with people who will be aware of the benefits of membership, who will be a valuable asset to the club by showing interest in pure-bred dogs, and willingness to help in the work and future of the Salisbury Kennel Club Inc.

The requirements for membership are as follows:

1. Proposed applicant is a resident of the State of North Carolina
2. Proposed applicant shall attend at least four club meetings over a six month period.
3. Proposed applicant must file application along with fees with the Salisbury NC Kennel Club membership committee.
4. Proposed applicant must show interest by working a minimum of two events, one of which is an AKC licensed show or sanctioned match.

It is the hope of the Salisbury NC Kennel Club Board of Directors and the Salisbury NC Kennel Club Membership Committee that these guidelines/requirements will strengthen our club by allowing us to become acquainted with proposed new members before they are recommended for membership. While membership is to be unrestricted as to residence, the Club's primary purpose is to be representative of the breeders and exhibitors in its immediate area.

Section 2. Dues. Membership dues for regular members shall not exceed \$10.00 per year; dues for junior members shall not exceed \$5.00 per year, dues for family memberships shall not exceed \$20.00 per year. Payable on or before the first day of February of each year. No member may vote whose dues are not paid for the current year. During the month of November, the Corresponding Secretary 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 approved by the Board of Directors and which shall provide that the applicant agree to abide by these Constitution and By-Laws and the rules of the American 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 of the applicant shall submit dues payment for the current year, or one-half the annual dues if application is being made after July 1<sup>st</sup>.

Applications for membership shall be referred to the Membership Committee which shall act on each application with dispatch. Applications not approved by the Membership Committee within thirty days shall be placed before the Board of Directors for final action. Those approved by the Membership Committee or the Board of Directors shall be introduced to the Club at the next regular meeting.

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

Section 4. Termination of Membership. Termination of Membership may be as follows:

- (a) By Resignation. Any member in good standing may resign from the Club upon written notice to the Corresponding Secretary. Such resignation, however in no way relieves the member of any financial responsibility or indebtedness to the Club.
- (b) By Lapsing. A membership shall be considered as lapsed and automatically terminated if

such member's dues remain unpaid 90 days after the first of the fiscal year. However, the Board may grant an additional 90 days grace to such delinquent members in meritorious cases. In no case shall 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 shall be terminated by expulsion as provided by Article VII of these Constitution and By-Laws.

### **ARTICLE III. CLUB MEETINGS & VOTING**

Section 1. Club meetings. Meetings of the Club shall be held in the City of Salisbury on the first Tuesday of each month, or at such other time and place as designated by the President. Written notice of each meeting shall be mailed to the members by the Secretary at least one week prior to the meeting. The quorum for such meetings shall be 20 percent of the 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 of Directors who are present and voting at any regular or special meeting of the Board, or by the Secretary upon receipt of a petition signed by five members of the Club who are in good standing. Such special meeting shall be held at such time and place as may be designated by the person or persons herein authorized to call such meetings. Written notice of such meeting shall be mailed by the Corresponding Secretary at least three days and not more than ten days prior to the date of the meeting; and said notice shall state the purpose of the meeting and no other Club business shall be transacted thereat. The quorum for such meetings shall be 20 percent of the members in good standing.

Section 3. Board Meetings. Meeting of the Board of Directors shall be held monthly for at least thirty minutes prior to the regular club meeting or at such other time and place as may be designated by the Board. A quorum for such a meeting shall be a majority of the Board.

Section 4. Special Board Meetings. Special meetings of the Board may be called by the President or by the Secretary upon receipt of a written request signed by at least three members of the Board. Such special meeting shall be held at such hour and place as designated by the person herein authorized to call such meeting. The Secretary shall notify the Board members of such special meeting at least three days prior to the meeting. Quorum for such a meeting 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 is present. All voting will be by secret ballot. Proxy voting will not be permitted at any club meeting or election.

### **ARTICLE IV. DIRECTORS AND OFFICERS.**

Section 1. Board of Directors. The Board shall be comprised of the President, Vice-President, Recording Secretary, Corresponding Secretary, Treasurer, and five other persons, all of whom shall be members in good standing and all of whom shall be elected for one-year terms at the Club's annual

meeting as provided in Article V 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. Responsibility of the Board Members. It shall be incumbent upon the members of the Board and Delegate to The American Kennel Club to attend every meeting and otherwise carry out the duties and responsibilities placed upon them by their election to office. Any Board member who fails to attend meetings or is otherwise derelict in his duties for a period of three months without just cause shall be adjudged as having no further interest in the club and his office shall be declared vacant. Such vacancies shall be filled by the Board according to Article IV Section 4. The AKC Delegate will be an elected voting member of the Board of Directors.

Section 3. 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 of the Board, and shall have the powers and duties normally appurtenant to the office of President in addition to those particularly specified in these Constitution and By-Laws. The AKC Delegate will be an elected voting member of the Board of Directors.

(b) The Vice-President shall have the powers and exercise the duties of the President in case of the President's death, absence, or incapacity.

(c) The Recording Secretary shall keep a record of all meetings of the Club and of the Board and all matters for which a record shall be ordered by the club including: keeping an updated roll of members of their addresses; copies of the minutes of all board and club meeting; of their election to office and carry out such other duties as are described in these By-Laws or by the Board of Directors. The Recording Secretary will be a member of the Board of Directors, and will assist the Corresponding Secretary.

(d) The Corresponding Secretary shall have charge of the general club correspondence not covered in the duties of the Recording Secretary including; notifying members of meetings; general correspondence and lending as much assistance as possible to chairmen with mailings pertaining to club business and carrying out such duties as are described in these By-Laws or by the Board of Directors. The Corresponding Secretary will be a member of the Board of Directors, and will assist the Recording Secretary.

(f) The Treasurer shall collect and receive all moneys due or belonging to the club and receipt therefore. He shall deposit the same in a bank satisfactory to the Board, in the name of the Club. He shall pay all authorized bills when due. His books shall at all times be open to inspection by the Board and he 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 shall render an account of all monies received and expended during the previous fiscal year.

(g) AKC Delegate.

Section 4. Vacancies. Any vacancies occurring on the Board during the year shall be filled for the unexpired term of the office by a majority vote of all the then members of the Board at its first regular meeting following the creation of such vacancy.

## **ARTICLE V. THE CLUB YEAR, ANNUAL MEETINGS. ELECTIONS.**

Section 1. Club Year. The Club's fiscal year shall begin on the first day of January and end on the 31<sup>st</sup> 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 January at which time the Directors, Officers and AKC Delegate for the ensuing year shall be elected by secret, written ballot from among those nominated immediately at 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 immediately.

Section 3. Elections. The nominated candidate and AKC Delegate receiving the greatest number of votes for each office shall be declared elected. The five 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 September, the Board shall select a nominating committee consisting of three members and two alternates, not more than one of whom shall be a member of the Board. The Corresponding Secretary shall immediately notify the committee men and alternates 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 on or before November 1<sup>st</sup>.

- (a) The Nominating Committee shall nominate one candidate for each office and five candidates for the five other positions on the Board, and for the position of Delegate to The American Kennel Club and after securing the consent of each person so nominated, shall immediately report their nominations to the Secretary in writing.
- (b) Upon receipt of the Nominating Committee's report, the Corresponding Secretary shall, before November 15, notify each member in writing of the candidates so nominated.
- (c) Additional nominations for the Board and for the position of the Delegate to the American Kennel Club may be made at the December meeting by any member in attendance provided that the person so nominated does not decline when his name is proposed, and provided further that if the proposed candidate is not in attendance at the meeting, his proposer shall present to the Corresponding Secretary a written statement from the proposed candidate signifying his willingness to be a candidate for more than one position simultaneously, and the additional nominations which are provided for herein may be made only from among those members who have not accepted a nomination from the Nominating Committee.
- (d) Nominations cannot be made at the annual meeting or in any manner other than as provided in this Section.

## **ARTICLE VI. COMMITTEES**

Section 1. Standing Committees. The President shall each year appoint standing committees to advance the work of the Club in such matters as Dog Shows (field trials, obedience trials), sanctioned matches, trophies, annual prizes, membership and other fields which may well be served by committees. Such appointments shall be made with the approval of the Board and 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. Committee Appointments. 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 service has been terminated.

## **ARTICLE VII. 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. Charges. Any member who may be charged with misconduct prejudicial to the best interest of the Club may appear before the Board for a hearing and it is to be left to the discretion of the Board of Directors as to membership status.

## **ARTICLE VIII. AMENDMENTS**

Section 1. Amendments to the Constitution and By Laws May be proposed by the board of directors or written petition addressed to the Secretary signed by 20 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 bylaws may be amended by a 2/3 secret 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.

Section 3. No amendment to the constitution bylaws 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 IX. DISSOLUTION**

Section 1. Dissolution of Club. The Club may be dissolved at any time by the written consent of not less than three-fourths of the members in good standing. In the event of the dissolution of the Club whether voluntary or involuntary or 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 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 X. ORDER OF BUSINESS.**

Section 1. Order of Business at Meetings. 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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|--------------------------------------|--|
| a. Roll call                         | h. Introduction of new members                             |
| b. Minutes of last meeting           | i. Election of Officers & Directors<br>(at annual meeting) |
| c. Report of President               | j. Unfinished business                                     |
| d. Report of Corresponding Secretary | k. New business  |
| e. Report of Treasurer               | l. Adjournment   |
| f. Report of Committees              |  |

Section 2. Order of Business at Meetings of the Board. At meetings of the Board, the order of business, unless otherwise ordered by the majority vote of those present, shall be as follows:

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|----------------------------|----------------------------|
| a. Minutes of last meeting | e. Unfinished business     |
| b. Report of Secretary     | f. Election of new members |
| c. Report of Treasurer     | g. New Business            |
| d. Report of Committees    | h. Adjournment             |

Section 3. Rules of order. "Robert's Rules of Order" shall be the guide for parliamentary procedure not otherwise provided for in the Constitution and By-Laws of the Club.

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\* Contains amendments and revision of May 1, 2012.

**ARTICLE XI.**  
**INITIAL DIRECTORS**

Section 1. Initial Directors of the Corporation.

The Initial Directors of the Corporation shall be the following:

Mrs. Virginia L. Talbert  
Route 4, Box 635  
Salisbury, NC 28144

Mrs. Terrie S. Hess  
2408 Stokes Ferry Road  
Salisbury, NC 28144

Mr. James A. Talbert  
Route 4, Box 635  
Salisbury, NC 28144

## **CERTIFICATE OF BYLAWS**

We, the undersigned, Mrs. Lynn Meeks, Mrs. Sally Smith, and Mrs. Pamela Harmon, respectively, the duly elected President, Corresponding Secretary, and Recording Secretary of the Salisbury, NC Kennel Club, Incorporated, do hereby certify that the foregoing bylaws were duly elected at the first meeting on the May 1, 2012.

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Mrs. Lynn Meeks, President

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Mrs. Sally Smith , Corresponding Secretary

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Mrs. Pamela C. Harmon, Recording Secretary