

Bylaws of the Nova Scotia Duck Tolling Retriever Club of New England

(effective December 23, 2022)

CONSTITUTION

These Bylaws are subject to and governed by the State of Connecticut Laws and the Articles of Incorporation of the Nova Scotia Duck Tolling Retriever Club of New England. In the event of a direct conflict between the provisions of these bylaws and the mandatory provisions of the Connecticut State Laws, the Connecticut State Act will be controlling.

ARTICLE I - NAME, PURPOSES, AND LIMITATIONS

SECTION 1. Club Name

The name of the club shall be the Nova Scotia Duck Tolling Retriever Club of New England (The "Club" or "NSDTRC-NE"), a non-profit club organized under the laws of the State of Connecticut.

SECTION 2. Purpose

The objectives of the club shall be:

- A. To encourage and promote quality in the breeding of purebred Nova Scotia Duck Tolling Retrievers and to do all possible to bring their natural qualities to perfection;
- B. To urge members and breeders to accept the standard of the breed as approved by the Nova Scotia Duck Tolling Retriever Club (USA) and subsequently approved by The American Kennel Club as the only standard of excellence by which Nova Scotia Duck Tolling Retrievers shall be judged;
- C. To do all in its power to protect and advance the interests of the breed by encouraging sportsmanlike competition at all AKC Sanctioned shows, at all Club events and activities, and at all membership & Board of Director meetings;
- D. To conduct AKC licensed matches, specialty shows, hunting tests, and any other event for which the club is eligible under the Rules and Regulations of The American Kennel Club.
- E. To conduct training days and seminars for members, which may be opened to the general public:

- F. To conduct seminars for the members on the standard and encourage the training of judges.
- G. To develop programs needed to encourage, educate and promote junior handlers in the sport of dogs, dog ownership and in the future breeding of purebred Nova Scotia Duck Tolling Retrievers.

The Club shall be organized and operated as a not-for-profit corporation. No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, trustees, officers, directors, or other private persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions on furtherance of the purposes set forth in the Constitution or in Article I of the Bylaws.

SECTION 4. Revision of Bylaws

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 Membership Eligibility

There shall be five (5) types of membership open to all persons 18 years of age and older who are in good standing with The American Kennel Club and who subscribe to the purposes of this Club. There is a sixth (6th) type of membership open to all persons under the age of 18 who are in good standing with the American Kennel Club and who subscribe to the purposes of this Club.

The clubs territory consists of the greater Westhampton, MA area (including communities northeast to Haverhill, MA, south to Wyoming, RI, west to Goshen, CT and north to Huntington, MA), and the clubs territory for voting may be subject to future change. All changes will follow the revision process outlined in these bylaws.

The club's primary purpose is to be representative of the breeders and exhibitors in New England (Connecticut, Massachusetts, Rhode Island, Vermont, New Hampshire, and Maine); therefore the current voting territory is restricted to those states.

Supporting memberships and Junior Memberships may be from any US state. Foreign memberships may be from any country.

SECTION 2 Types of Membership

- **Voting Membership (Individual)** — Enjoys all club privileges including the right to vote and hold office. This is limited to US residents within Connecticut, Massachusetts, Rhode Island, Vermont, New Hampshire, and Maine.
- **Voting Membership (Household)** — Two (2) adult members residing in the same household, each eligible to vote and hold office. This is limited to US residents within Connecticut, Massachusetts, Rhode Island, Vermont, New Hampshire, and Maine.
- **Supporting Membership (Individual)** — Enjoys all club privileges excluding the right to vote and hold office. This membership is for anyone who is a US resident but does not reside in Connecticut, Massachusetts, Rhode Island, Vermont, New Hampshire, and Maine.
- **Supporting Membership (Household)** — Two (2) adult members residing in the same household. Both members enjoy all club privileges excluding the right to vote and hold office. This membership is for anyone who is a US resident but does not reside in Connecticut, Massachusetts, Rhode Island, Vermont, New Hampshire, and Maine.
- **Junior** — Open to minors under 18 years of age; a non-voting/non office holding membership which may automatically convert to regular membership at age 18, if the residency requirement has been met.
- **Foreign**— for those individuals who are not U.S. residents (or its territories and possessions). Shall be entitled to all club privileges except voting and office holding.

SECTION 3 Dues

Membership dues shall not exceed \$75 per year, payable on or before the 1st day of January of each year. No member may vote whose dues are not paid for the Financial/Fiscal year. During the month of November, the Membership Chair shall send to each member a statement of dues for the Financial/Fiscal year.

- Voting and supporting (individual) membership dues shall not exceed \$75
- Voting and supporting (household) membership dues shall not exceed \$75
- Foreign membership dues shall not exceed \$75
- Junior membership dues shall be free

SECTION 4 Election to Membership

Each applicant for membership shall apply on a form as approved by the Board of Directors (“Board”) which shall provide that the applicant agrees to abide by the constitution and bylaws, code of ethics and the rules and regulations of The American Kennel Club. Upon approval of the application, the prospective member shall submit dues payment for the Financial/Fiscal year.

All approved voting applicants are subject to a 1-year probationary period. Applicants for membership who have been rejected by the club can reapply six months after the date of rejection.

Applications shall be voted on by 2/3rd secret vote of the voting membership in good standing.

SECTION 5 Termination of Membership

Memberships may be terminated:

- A. **By resignation.** Upon written notice to the Secretary.
- B. **By lapsing.** A membership will be considered as lapsed and automatically terminated if such member's dues remain unpaid 30 days after the first day of the Financial/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 VI of these bylaws.

ARTICLE II

Meetings and Voting

[See Appendix of Robert's Rules of Order, Newly Revised 12 Edition]

SECTION 1 Designated club territory

The club's territory consists of the greater Westhampton, MA area (including communities northeast to Haverhill, MA, south to Wyoming, RI, west to Goshen, CT and north to Huntington, MA). All in-person meetings shall be held within this territory.

SECTION 2 Club Meetings

Meetings of the club may be held annually (or more frequently if deemed necessary) within its territory. Written notice of such a meeting shall be sent by mail or email by the Secretary seven (7) days prior to the date of the meeting. The quorum for such meetings shall be twenty (20)

percent of the eligible voting members in good standing. Non-voting members do not count towards the determination of a quorum.

SECTION 3 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 may also be called by the Secretary upon receipt of a petition signed by twenty (20) percent of voting members of the club who are in good standing. Such special meetings shall be designated by the person or persons authorized herein to call such meetings. Written notice of such a meeting shall be sent by mail or email by the Secretary seven (7) 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 (20) percent of the eligible voting members in good standing. Non-voting members do not count towards the determination of a quorum.

SECTION 4 Board Meetings

Meetings of the Board may be held each quarter by methods as designated by the Board. Written notice of each such meeting shall be sent no less than seven (7) days prior to the date of the meeting. The quorum for such a meeting shall be a majority of the currently elected Board with a minimum of 3 elected Board members per CT state law.

SECTION 5 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 by zoom or if held in-person designated by the person authorized herein to call such meeting.

Written notice of such meeting shall be sent no less than seven (7) days prior to the date of the meeting. Any such notice shall state the purpose of the meeting and no other business shall be transacted thereat. The quorum for such a meeting shall be a majority of the currently elected Board with a minimum of 3 elected Board members per CT state law.

SECTION 6 Voting [in accordance with State Law]

Each voting member in good standing whose dues are paid for the Financial/Fiscal year shall be entitled to one vote at any meeting of the club at which the member is present. Proxy voting will not be permitted at any club meeting or election.

ARTICLE III

Directors and Officers

SECTION 1 Board of Directors

The Board shall be composed of the officers and 2 other persons, all of whom shall be members in good standing and all of whom shall be elected 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. The 2 additional persons shall be referred to as directors, and ideally will represent different geographical locations. Officers are President, Vice President, Secretary, and Treasurer and shall serve terms of 3 years. Directors shall serve terms of 2 years. Board of Director Quorum per CT state law shall be a majority of elected members, and may be a combination of officers and directors.

SECTION 2 Officers

The club's officers, consisting of the President, Vice President, 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 duties and powers normally appurtenant to the office of President in addition to those particularly specified in these bylaws.
- B. **The Vice President** shall have the duties and exercise the powers of the President in case of the President's death, absence or incapacity.
- C. **The 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; have charge of the correspondence, notify members of meetings, notify new members of their election to membership, notify officers and directors of their election to office, keep a roll of the members of the club with their addresses, which shall be sent to any member in good standing, upon written request, once every club year, and carry out such other duties as are prescribed in these bylaws.
- D. **The Treasurer** shall collect and receive all moneys due or belonging to the club. Moneys shall be deposited 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 Board and a report shall be given at every meeting on the condition of the club's finances and every item of receipt or payment not before reported; and at the annual meeting an accounting shall be rendered of all moneys received and expended during the previous fiscal year. The club

shall be insured in such amount and through a type of policy as the Board shall determine which will cover the actions of the Treasurer.

- E. The offices of Secretary and Treasurer may be held by the same person; in which case the Board shall still be made up of 6 persons, allowing for one extra director.

SECTION 3 Vacancies

Vacancies can be filled in either of the following ways:

Any vacancies in the Board arising at any time and from any cause, including the resignation or removal of a director, shall be filled at any meeting of the Board by the affirmative vote of the majority of the directors then in office, although less than a quorum, or sole remaining director. Each director so elected shall hold office until the next annual election (OR for the unexpired portion of the term of that office). However, a vacancy in the office of President arising at any time and from any cause, including resignation or removal, shall be filled by the Vice President until the next annual election (OR for the unexpired portion of the term of that office.)

Positions shall be allowed to remain vacant if necessary, as long as CT state minimum of 3 elected board members is met.

ARTICLE IV

The Club's Financial/Fiscal Year, Annual Meeting, Elections, Official Year

SECTION 1 Financial/Fiscal Year

The Financial/Fiscal year shall begin on the first day of January and end on the last day of December.

SECTION 2 Annual Meeting

The annual meeting shall be held in the 4th quarter of the year; at which officers, delegate, and directors for the ensuing year shall be elected by secret ballot from among those nominated in accordance with Section 4 of this Article.

All elected officials shall take office immediately upon the first day of the fiscal year (January 1st) and 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. If the records are not turned over within the 30 days, the member in question may be subject to disciplinary or legal action to obtain the records.

SECTION 3 Nominations

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 Secretary shall immediately notify the committee persons and alternates of their selection. The Board shall name a chair for the committee and it shall be such person's duty to call a committee meeting, which shall be held on or before the last day of the 2nd quarter.

The committee shall nominate at least one candidate for each office and positions on the Board, and shall procure the acceptance of each nominee so chosen and shall immediately report their nominations to the Secretary in writing. All nominees must be members with Voting Privileges.

- A. Upon receipt of the Nominating Committee's report, the Secretary shall notify each member in writing of the candidates so nominated.
- B. Additional nominations may be made at the 3rd quarter board meeting by any member in attendance, provided that the person so nominated does not decline when their name is proposed. No person may be a candidate for more than one position.
- C. Nominations cannot be made at the annual meeting or in any manner other than as provided in this Section.
- D. Mail in ballots are permitted, and must adhere to the October 31st date.
- E. Ballots must be received by the secretary no later than October 31st. Ballots received after October 31st will not be counted.

SECTION 4 Elections

The nominated candidate receiving the greatest number of votes for each office shall be declared elected. The 6 nominated candidates for other positions on the Board who receive the greatest number of votes for such positions shall be declared elected. If no valid additional nominations are received on or before the 3rd quarter board meeting, the Nominating Committee's slate shall be declared elected and no balloting will be required. Any uncontested position should be automatically elected.

SECTION 5 Club's Official Year

The club's Official Year shall begin immediately on January 1st and shall continue through December 31st following the next election .

ARTICLE V Committees

SECTION 1

The Board may each year appoint standing committees to advance the work of the club. Such committees shall always be subject to the final authority of the Board.

Committees may be chaired by or contain members not within the New England Region.

SECTION 2

Any committee appointment may be terminated by a majority vote of the Board; and the Board may appoint successors to those persons whose services have been terminated. Any committee may be disbanded by a majority vote of the Board.

ARTICLE VI Discipline

SECTION 1 American Kennel Club Suspension

Any member who is suspended from **any of** the privileges of The American Kennel Club shall be removed as a member of this club for a like period. American Kennel Club suspensions are published on the Secretary's page of the *AKC Gazette*. Upon reinstatement to the American Kennel Club, the member may choose to reapply for membership, in which the person is subjected to both the board vote of approval and the probationary period.

SECTION 2 Charges

An individual member may prefer charges against another individual member for alleged misconduct prejudicial to the best interests of the club. This includes all membership types, all chairmen, and board of directors.

Written and signed notarized charges containing specific facts must be filed in duplicate with the Secretary together with a deposit, to the amount of \$100.00 USD shall be forfeited if such charges are not sustained or entertained by the Board. The Secretary shall promptly send a copy of the Charges to each Board member or 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 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 charged member is serving as a board of director, they will excuse themselves from the discussion due to conflict of interest.

If the Board entertains jurisdiction of the Charges, it shall fix a date for a hearing by the Board or a committee appointed by the Board not less than 1 week nor more than 3 weeks thereafter. The Secretary shall promptly send one copy of the Charges to the accused member by certified mail return receipt requested, or other form of receipted or acknowledged delivery and set forth a time and place at which the accused may attend and present any defense, call witnesses or answer.

SECTION 3 Board Hearing

If the Board has a hearing, the Board or a committee appointed by the Board may hear the charges. The Board or the Board's appointed committee shall have complete authority to decide whether counsel may attend the hearing, but both complainant and accused shall be treated uniformly in that regard.

Should the charges be sustained after hearing all the evidence and testimony presented by complainant and accused, the Board or Board's appointed committee may by a majority vote of those present reprimand or suspend the accused from all privileges of the club for not more than six months from the date of the hearing. And, if the Board or the Board's appointed committee deems that punishment insufficient, it may also recommend to the membership that the penalty be expulsion. Immediately after the Board or the Board's appointed committee has reached a decision, its finding shall be put in written form and filed with the Secretary. The Secretary, in turn, shall notify each of the parties of the Board's or the Board appointed committee's decision and penalty, if any.

All suspensions are followed by a 6 month probationary period where voting privileges are suspended. The member may not hold office or chair committees during this time. At the end of the 6 months, the member shall automatically regain their full member status. A member who offends again during the probationary period is subject to expulsion, to be decided on by the current Board of Directors.

SECTION 4 Expulsion

The members shall vote by secret ballot on the proposed expulsion. A 2/3 vote of those present and voting at the meeting shall be necessary for expulsion. The membership must be presented with the charges, facts, and findings. If expulsion is not so voted, the suspension shall stand.

ARTICLE VII Amendments

SECTION 1

Amendments to the constitution and bylaws may be proposed by the Board or by written petition addressed to the Secretary signed by 20 percent of the membership in good standing. Amendments proposed by such a petition shall be promptly considered by the Board 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 voting membership, 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 two weeks prior to the date of the meeting.

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 VIII Dissolution

SECTION 1

The club may be dissolved at any time by the written consent of not less than 2/3 of the voting 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 the club nor any proceeds thereof nor any assets of the club shall be distributed to any members 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 unless otherwise prohibited by State Law.

ARTICLE IX

Order of Business

[in Robert's Rules of Order Newly Revised – 12th Edition]

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 bylaws and any other special rules of order the club may adopt.

GLOSSARY

Member in good standing — An individual who is not fined by or suspended by The American Kennel Club or their Club and whose dues for the year are already paid.

Types of Membership (must be defined in Article I, Section 1- non-voting types of membership do not count toward determination of a quorum):

- **Voting Membership (Individual)** — Enjoys all club privileges including the right to vote and hold office. This is limited to US residents within Connecticut, Massachusetts, Rhode Island, Vermont, New Hampshire, and Maine.
- **Voting Membership (Household)** — Two (2) adult members residing in the same household, each eligible to vote and hold office. This is limited to US residents within Connecticut, Massachusetts, Rhode Island, Vermont, New Hampshire, and Maine.
- **Supporting Membership (Individual)** — Enjoys all club privileges excluding the right to vote and hold office. This membership is for anyone who is a US resident but does not reside in Connecticut, Massachusetts, Rhode Island, Vermont, New Hampshire, and Maine.
- **Supporting Membership (Household)** — Two (2) adult members residing in the same household. Both members enjoy all club privileges excluding the right to vote and hold office. This membership is for anyone who is a US resident but does not reside in Connecticut, Massachusetts, Rhode Island, Vermont, New Hampshire, and Maine.
- **Junior** — Open to minors under 18 years of age; a non-voting/non office holding membership which may automatically convert to regular membership at age 18.
- **Foreign**— for those individuals who are not U.S. residents (or its territories and possessions). Shall be entitled to all club privileges except voting and office holding.

Uppermost limits for dues — In order to avoid frequent bylaw amendment, an uppermost limit (i.e. — Dues shall not exceed \$_____) should be included for each type of membership, in addition to when and by whom the dues are set each year.

Reprimand — A written warning to a member after charges have been filed in accordance with the bylaws, and it is determined that the member's conduct was not severe enough to warrant a suspension or a recommendation for expulsion.

Notices — All club notices must be sent either via the US Postal Service or e-mail in accordance with current AKC policy or in accordance with State Law.

Votes on Bylaw Amendments — After amendments are voted upon, the club must provide AKC with the number of voting members in good standing as well as the date of the vote, and the number who voted for and against. A copy of the revised document must be submitted to AKC as soon as it is printed along with the date of the vote, the percentage of membership that voted and the breakdown of the vote.