

Constitution

Article I – Name and Objects

Section 1 - The name of the Club shall be “Pocatello Kennel Club, Inc.”

Section 2 - The objects of the Club shall be:

- a. To further the advancement of all purebred dogs.
- b. To do all in our power to protect and advance the interests of all dogs and encourage sportsmanlike competition at dog shows and trials.
- c. To conduct dog shows, trials, and sanctioned matches under the rules of the American Kennel Club.
- d. To offer dog training classes to the general public and all dogs.
- e. 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 – Eligibility

There shall be six (6) types of membership open to all persons who are in good standing with the American Kennel Club and who subscribe to the purpose of this Club.

While membership is unrestricted as to residence, the Club's primary purpose is to be representative of the breeders and exhibitors in its immediate area.

1. Individual membership – persons eighteen (18) years of age and older; enjoy all Club privileges including the right to vote and hold office.
2. Family membership – two (2) adult members residing in the same household; enjoy all the privileges of the Club including the right to vote and hold office.
3. Junior membership – Open to children under 18 years of age; a non-voting/non-office holding membership which may automatically convert to Individual membership at age 18.
4. Honorary membership – 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 or hold office but can maintain Individual (or Family) membership upon payment of dues.
5. Lifetime membership – for those individuals who have been members for twenty-five (25) years. Lifetime members pay no dues but are eligible to vote and hold office.
6. Associate membership – Offered to those individuals who live outside of the Club's area and individuals who live in the Club's area but are not active. Entitled to all Club privileges except voting and office holding.

Section 2 – Dues

Membership dues changes shall be recommended by the Board of Directors and voted upon by the membership. The dues shall be payable annually, on or before the first day of January of each year. The dues rate shall be one rate for Individual and Junior membership, one rate for Family membership and one rate for Associate membership. A dues notice shall be sent in the month of December.

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 applicants agree to abide by these Constitution and By-laws and the rules of the American Kennel Club. The application shall state the name, address and occupation of the applicant and shall carry the endorsement of two (2) members in good standing. Accompanying the application, the prospective member shall submit dues of the current year.

All applications are to be filed with the Secretary. Each application will be read at the first meeting the applicant(s) attends following receipt of the application. At the next Club meeting the application will be voted upon and affirmative votes of two-thirds (2/3) of the members present and voting by secret ballot at the meeting shall be required to elect the applicant(s).

Any applicant rejected from the membership may not reapply for membership for six (6) months after rejection.

Associate members do not have to attend a general meeting. There will be the first reading only and no vote.

Section 4 - Termination of Membership

Membership may be terminated 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. Obligations other than dues are considered a debt to the Club and must be paid in full prior to resignation.
- Lapsing – A membership will be considered lapsed and automatically terminated if such members' dues remain unpaid sixty (60) days after the first day of the fiscal year; however, the Board may grant thirty (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 the date of that meeting.
- Expulsion – A membership may be terminated by expulsion as provided in Article VI of these bylaws.

Article II - Meeting and Voting

Section 1 - Club Meetings

Meetings of the Club shall be held each month in the greater Pocatello area at such hour and place as may be designated by the Board of Directors. Written notice of each such meeting shall be emailed by the Secretary at least ten (10) days prior to the date of the meeting. The quorum of for such meetings shall be twenty percent (20%) 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 who are present and voting at any regular or special meeting of the Board; and shall be called by the 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 Pocatello 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 emailed by the Secretary at least five (5) days and not more than fifteen (15) days prior to the date of the meeting, and said notice shall state the purpose of the meeting and no other 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 each month as needed in the greater Pocatello area at such hour and place as may be designated by the Board. Written notice of each such meeting shall be emailed by the Secretary at least five (5) days prior to the date of the meeting. The quorum for such a meeting shall be a majority of the Board.

Section 4 - Special Meetings of the Board

Special meetings of the Board may be called by the President; and shall be called by the Secretary upon receipt of written request signed by at least three (3) members of the Board. Such special meetings shall be held in the greater Pocatello area at such place, date, and hour as may be designated by the person authorized herein to call such meeting. Written notice of such meeting shall be emailed by the Secretary at least five (5) days and not more than ten (10) 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 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 the member is present. Proxy voting will not be permitted at any Club meeting or election.

Article III - Officers and Directors

Section 1 - Board of Directors

The Board shall be comprised of the officers and three other persons, all of whom shall be members in good standing and all of whom shall be elected to the Board for three-year terms at the Club's annual meeting as provided in Article IV and shall serve until their successors are elected. Terms shall be staggered so that one vacancy occurs each year. The immediate past President shall be an honorary Board member with no vote. General management of the Club's affairs shall be entrusted to the Board of Directors.

Section 2 - Officers

The Club's officers, consisting of the President, Vice-President, 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.

The President shall not serve more than one consecutive term consisting of two years. The terms of all other offices is one year.

Whenever an officer or member of PKC has a financial or other interest in any matter coming before the Board or Club, the affected person shall fully disclose the nature of the interest and abstain from discussion, lobbying, and voting on the matter. The minutes of meetings at which such votes are taken shall record such disclosure, abstention and rationale for approval.

Section 3 - Duties of the Club's Officers

- 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 the President in addition to those particularly specified in these bylaws.
- The Vice-President shall have the duties to exercise the powers of the President in case of the President's death, absence, or incapacity. In addition, the Vice-President shall be responsible for the presentation of programs at the meetings.
- 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; 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 attendance at meetings, keep a roll of the members of the Club with their address, and carry out such other duties as are prescribed in these bylaws.
- Corresponding Secretary is to write all outside communications. This office may be combined with Secretary.
- The Treasurer shall collect and receive all monies due or belonging to the Club; and deposit same in the bank account 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. The books shall be audited annually by an outside agency at the close of the fiscal year and in the event that a new Treasurer must be appointed to fill the term of a previously elected Treasurer. At the March Meeting, the Treasurer shall present an account of all monies received and expended during the preceding fiscal year. The Treasurer shall be bonded in such amount as the Board of Directors shall determine. Checks for Club disbursements shall be signed by two of the three following officers: President, Vice-President or Treasurer.
- AKC Delegate need not be an officer or director of the Club and must meet any AKC delegate eligibility requirements. The delegate represents the Club at the AKC quarterly delegates' meeting and the annual AKC meeting as directed by the Club and/or Board of directors. The Delegate votes as directed by the Club on issues presented to the Delegate body of the AKC. The Delegate will make both a written and oral report on all meetings attended and will thoroughly brief the Club membership on all issues/proposals pending by the AKC through the Club liaison. The Delegate shall be appointed by the Board of Directors and approved by the membership. The term is to be determined by the Board of directors.

Section 5 – Vacancies

Any vacancies occurring on the Board or among the offices during the year shall be filled until the next annual election by a majority vote of all the members of the Board at its first regular meeting following the creation of such vacancy, or at a special Board meeting called for that purpose; except that a vacancy in the office of President shall be filled automatically by the Vice-President and that resulting vacancy in the office of Vice-President shall be filled by the Board.

Article IV - 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 last day of December.

Section 2 - Annual Meeting

The Annual Meeting shall be held in the month of December at which Officers and Board Members for the ensuing year shall be elected by secret ballot from among those nominated in accordance with Section 4 of this Article. They shall take office on January 1 and each retiring officer shall turn over to the successor in office all properties and records relating to the 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 nominated candidate for the open position on the Board who receives the greatest number of votes for such a position 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 (3) members. The Board shall name a Chairman for the Committee and it shall be such person's duty to call a Committee meeting on or before October 1.

- a. The Committee shall nominate at least one candidate for each office and positions on the Board and, after securing the consent of each person so nominated, shall immediately report their nominations to the Secretary by email.
- b. The Secretary shall, at least two (2) weeks before the November meeting, notify each member by email 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 does not decline when their name is proposed, and provided further that this proposed candidate is not in attendance at this meeting, the proposer shall present to the Secretary a written statement from the proposed candidate signifying willingness to be a candidate. No person may be a candidate for more than one position (except for the position of Delegate).
- d. Nominations cannot be made at the Annual Meeting or in any manner other than as 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 dog shows, obedience trials, trophies, annual prizes, membership 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 be appointed by the Board to aid it on particular projects.

Section 2 - 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 services have been terminated.

Article VI - Discipline

Section 1 - American Kennel Club Suspension

Any member who is suspended from all the privileges of the American Kennel Club automatically shall be suspended from the privileges of this Club for a like period.

Section 2 - Charges

An individual member may prefer charges against another member for alleged misconduct prejudicial to the best interests of the Club. Written charges with specifications must be filed in duplicate with the Secretary together with a deposit of ten dollars (\$10.00), which shall be forfeited if such charges are not 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 interest of the Club. If the Board considers that the charges do not allege conduct which may 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 for a hearing by the Board not less than three (3) weeks not nor more than six (6) weeks thereafter. The Secretary shall promptly send one copy of the charges and the specifications to the accused member by certified mail with a return receipt together with a notice of the hearing and an assurance that the defendant may personally appear in their own defense and bring witnesses if they wish.

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 this 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, reprimand the defendant or suspend the defendant, from all privileges from the Club for not more than six (6) months from the date of the hearing; if the Board 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 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 Secretary. The 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 recommendation of expulsion. The defendant shall have the privilege of

appearing in their own behalf, though no evidence shall be taken at this meeting. The President shall read the charges and the Board's finding and recommendation, and shall invite the defendant, if present, to speak in their own behalf if they wish. The members shall then vote by secret ballot on the proposed expulsion. A two-thirds (2/3) vote of those present and voting at the meeting shall be necessary for expulsion. If expulsion is not so 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 Secretary signed by twenty percent (20%) 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 (3) months of the date when the petition was received by the 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 emailed 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 - The Club may be dissolved at any time by the written consent of not less than two-thirds (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 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 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:

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| 1. Roll call | 6. Election of new members |
| 2. Approval of Minutes of the last meeting | 7. Unfinished business |
| 3. Report of the Treasurer | 8. New business |
| 4. Reports of Committees | 9. Adjournment |
| 5. Election of officers and Board (annual meeting) | |

Section 2 - At meetings of the Board, the order of business, unless otherwise directed by majority vote of those present, shall be as follows:

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| 1. Reading of the minutes of the last meeting | 4. Unfinished business |
| 2. Report of Treasurer | 5. New business |
| 3. Reports of Committees | 6. 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 other special rules of order the Club may adopt.