

Constitution

Article 1

Name and Objects

Section 1. The name of the Club shall be Del-Otse-Nango Kennel Club, Inc. (hereinafter referred to as "DONKC")

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 competition at dogs shows and performance trials.
- c) To conduct sanctioned matches, dog shows, and performance trials, and any other event for which the club is eligible under the Rules and Regulations of The American Kennel Club.
- d) To educate the public to an appreciation of pure-bred dogs.
- e) To adhere to the AKC Code of Sportsmanship.

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 bylaws as may be required to carry out these objects.

Section 5. The order of authority is New York State law, Club Constitution and Bylaws, Robert's Rules of Order, Newly Revised, and then a Standing Rules Document. AKC cannot override or advise clubs to conduct business contrary to their governing documents.

Bylaws

Article 1

Membership

Section 1. **Eligibility**

There shall be:

(a) **Regular (Individual) membership** open to all persons eighteen years of age and older who are in good standing with AKC and subscribe to the purposes of DONKC. Enjoys all club privileges including the right to vote and hold office.

(b) **Junior membership** open to all persons nine years of age and up to eighteen years of age who are in good standing with the American Kennel Club and who subscribe to the purposes of DONKC.

Non-voting/non office holding membership which may automatically convert to regular membership at age 18.

(c) **Lifetime membership** for individuals who have been members for a period of fifteen years and are in good standing with AKC. Lifetime members pay no dues but are eligible to vote and hold office. The membership votes to approve Lifetime Memberships recommended by the Board.

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 shall be \$20.00 per year for full, and \$10.00 per year for junior memberships. Dues are payable on or before the 31st day in January of each year. Dues shall remain \$20/\$10 respectively per year thereafter. Dues can be raised to a maximum of \$50.00 by a majority vote of the membership.

No member may vote whose dues are not paid for the current year. During the month of November, the Secretary shall send to each member a statement of dues for the ensuing year by mail or email.

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 the applicant agrees to abide by the Constitution and Bylaws and the rules of the American Kennel Club. The application shall state the name, address, and occupation of the applicant, and it shall carry the endorsement of two members in good standing. Accompanying the application, the prospective member shall submit dues payment for the current year. This fee is non-refundable.

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. The name of each applicant is to be published in the general meeting minutes in the month the application is read. At the next Club meeting, the application will be voted upon and affirmative votes of 2/3 of the members present and voting by secret ballot at the meeting shall be required to elect the applicant.

Prospective members are required to attend these meetings, the readings are to be completed within three months and will be tabled only one time.

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

Section 4. **Termination of membership**

Memberships 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. Obligations other than dues are considered a debt to the club and must be paid in full prior to resignation. Upon resignation, all club property must be returned to the President within 15 days of the resignation being submitted. Members who sever their membership shall not be entitled to any refund of dues paid for that year.
- b. **By lapsing.** A membership will be considered as lapsed and automatically terminated if such member's dues are not received 30 days after the first day of January; however the Board may grant an additional 30 days, for a total of 60 days 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**

Section 1. **Club Meeting**

Meetings of the Club shall be held each month within the Tri-County Area¹ at such an hour and place as may be designated by the Board of Directors. Written notice of each such meeting shall be communicated in writing or email by the Secretary at least 10 days prior to the date of the meeting. The quorum for such meetings

¹ The Tri-County Area comprises Delaware, Otsego, and Chenango Counties.

shall be 20 percent of the members in good standing. In computing a quorum, only Regular and Lifetime members are included. Club meetings may conduct business by teleconference, e-mail, or video conference, in accordance with NY State law. All members must have access to the technology used. Authentication procedures for all members should be in place to ensure that those people are who they say they are. All business must then be confirmed by motion at the next board meeting. Some members may present in person while others may utilize the above platforms.

Section 2. **Special Club Meetings**

Special Club meetings may be called by the President, or by a majority vote of the members of the Club who are in good standing. Such special meetings shall be held within the Tri-County 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 each such meeting shall be communicated in writing or email by the Secretary at least 5 days and not more than 15 days prior to the day 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 20 percent of the members in good standing. In computing a quorum, only Regular and Lifetime members are included. Special Club meetings may conduct business by teleconference, e-mail, or video conference, in accordance with NY State law. All members must have access to the technology used. Authentication procedures for each member should be in place to ensure they are who they say they are. All business must then be confirmed by motion in the next board meeting. Some members may present in person while others may utilize the above platforms.

Section 3. **Board Meetings**

Meetings of the Board of Directors shall be held each month within the Tri-County Area and at a place, date, and hour as may be designated by the Board. Written notice of each such meeting shall be communicated in writing or email by the Secretary at least 10 days prior to the date of the meeting. The quorum for such meetings shall be a majority of the Board. The Board may conduct business by teleconference, e-mail, or videoconference, in accordance with NY State law. All members of the Board must have access to the technology used. Authentication procedures for each Board member should be in place to ensure that those people are who they state they are. All business must then be confirmed by motion at the next Board meeting. Some board members may present in person while others may utilize the above platforms.

Section 4. **Special Board Meetings**

Special meetings of the Board may be called by the President; or 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 within the Tri-County Area at such place, date, and hour as may be designated by the person authorized herein communicated in writing or email by the Secretary at least 5 days and not more than 15 days prior to the day of the meeting. Any such notice shall state the purpose of the meeting and no other business shall be transacted there after. The quorum for such meetings shall be a majority of the Board. Special Board meetings may conduct business by teleconference, e-mail, or video conference, in accordance with NY State law. All Board members must have access to the technology used. Authentication procedures for each Board member should be in place to ensure that those people are who they say they are.

Section 5. **Voting**

1. 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 they are present either in person, by teleconference, e-mail, or video conference. Junior Members do not have voting privileges. Proxy voting will not be permitted at any club meeting or election.
2. The President will only cast a vote on the occasion of a tie or when the vote is by secret ballot.

Article III

Directors and Officers

Section 1. **Board of Directors**

The Board of Directors shall be composed of the Officers and three Directors; all of whom shall be members in good standing and all of whom shall be elected for a one year term at the Club's annual meeting as provided in Article IV and shall serve until their successors are elected. An Officer or Director may be removed or suspended from their duties pending a formal complaint and Board hearing before the term expires by a majority vote of the Board. A successor may thereafter be appointed to complete the remainder of the term. 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, 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 shall have the duties and powers normally appurtenant to the office of the President, in addition to those particularly specified in these bylaws. All contracts on behalf of Del-Otse-Nango Kennel Club shall be executed by the President or a Committee chairperson with prior Board approval. The President shall be an ex-officio member of all standing committees.
- 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. The Vice-President shall serve as Chairperson on the Audit Committee.
- 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 correspondences, 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, email, and phone number, which shall be sent to any member in good standing, upon written request, not more than once every club year, and carry out such other duties as are prescribed in these bylaws. The secretary shall be responsible for a club post office box. All club correspondence, including email, should be copied to the Secretary who will record such correspondence.
- d) The Treasurer shall collect and receive all monies due or belonging to the Club. Monies 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 membership and a report shall be given at every meeting of the condition of the Club's finances and every item of receipt or payment not before reported. An accounting shall be rendered of all money received and expended during the previous fiscal year within 60 days after the close of the previous fiscal year. The Treasurer shall be bonded in such amount as the Board Directors shall determine annually based on the finances of the club.

Section 3. **Directors**

- a) Directors shall have the duties of assisting the Board Officers in the general management and the administration of the Club's affairs.

Section 4. **AKC Delegate**

- a) An AKC delegate shall be appointed by the Board of Directors for a term of 2 years, and may be subsequently reappointed by the Board, and shall represent the Club at AKC functions. This delegate may be, but need not be, an officer or member of the Board. A delegate who is not a Board Officer holds the privilege of participating in Board meetings but is ineligible to vote at such meetings. A Delegate has the privilege of voting at all club meetings with the exception of Board Meetings.

Section 5. Vacancies

Any vacancies occurring on the Board or among the officers during the year shall be filled until the next annual election by a majority vote of all the then 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 the resulting vacancy in the office of 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 last 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 elections at the next annual meeting.

Section 2. Annual Election

The annual election shall be held in the month of October at which Officers and Directors 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 immediately upon the conclusion of the election 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.

Section 3. Elections

The nominated candidates for Officers and Directors on the Board who receive the greatest number of votes for such positions shall be declared elected and terms shall begin immediately at the conclusion of the election. Elections shall be held by secret written ballot at the October annual meeting. The Secretary shall present written ballots to each member in attendance, and then immediately tabulate and report the results.

In the event that there is only one nominee for each of the Offices and Director positions, the Secretary shall cast one vote and the entire slate shall be deemed elected.

In the event that there is no qualified nominee a Board position may be left vacant until it can be appropriately filled by a qualified candidate.

Section 4. Nominations

No person may be a candidate in a Club election who has not been nominated. During the month of July, the Board shall select a Nominating committee consisting of three members and two alternates, at least one member consisting of a Board member. The Secretary shall immediately notify the committeemen and alternates of their selection. The Board shall name a Chairman for the Committee, and it shall be such a person's duty to call a committee meeting which shall be held on or before September 1st.

a) The Committee shall nominate 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 in writing or email.

- b) Additional nominations may be made at the September meeting by any member in attendance provided that the person so nominated consents. Such consent may be in writing if the member cannot attend the meeting. No person may be a candidate for more than one position.
- c) Persons nominated by Committee or from the floor at the September meeting must be members in good standing with the club. Nominations for Officers must have attended at least one-half of the monthly meetings held since the prior election.
- d) Following the September meeting, the Secretary shall email to each member at least 10 days prior to the October meeting the names of all Candidates nominated by the Committee or from the floor.
- e) A final and complete slate of nominees shall be read at the October meeting. No new nominations shall be accepted at the October meeting.
- f) Appointment of the AKC Delegate. The Delegate to the American Kennel Club is not by itself considered an officer of the Board of Directors, but may simultaneously serve/run for any other office of the Club.
- g) 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, 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 also be appointed by the Board to aid it on particular projects.

Section 2. **Additional Committees**

The board may each year appoint committees to advance the work of DONKC 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 3. Any committee position held by a member may be terminated by a majority vote of the Board upon written notice to the appointee; and the Board may appoint successors to such positions. Any committee position held by a member who does not renew their membership will be considered a vacant position. A new appointment to fill that position will be made by the Board.

Section 4. **Committee Termination**

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

All Officers, Directors of the Board, Delegate, and membership are expected to remain civil and sportsmanlike in all their conduct both in person and writing, including email, and further adhere to the AKC Code of Sportsmanship. All matters and information pertaining to Club business are considered confidential,

and should not be released to the public without Board approval. Failure to maintain these standards shall be considered grounds for disciplinary action .

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 this Club for a like period.

Section 2. Charges

Any Officer, Director, or member may prefer charges against a 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 \$25.00, 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 the next regularly scheduled Board Meeting, at which time they shall be read into the minutes. 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 interest 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 3 weeks and no more than 6 weeks thereafter. The Secretary shall promptly send one copy of the charges and the specifications to the accused member by certified mail 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. If permitted, both parties shall have the opportunity to have counsel present. 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 or suspend the defendant from all privileges of the club for not more than six months from the date of the hearing. If the Board additionally deems that punishment insufficient, it may also recommend to the membership that the penalty be expulsion. In such a 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 into written form and filed with the Secretary. The Secretary shall in turn, notify each of the parties of the Board's decision and penalty, if any, either in person, e-mail, or by certified mail.

All duties and responsibilities of a club member, including Board members, are automatically suspended pending a Board hearing.

Section 4. Expulsion

Expulsion of any 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 60 days, but not earlier than 30 days after the day of the Board's recommendation of the expulsion. Should the Board consider a six-month suspension insufficient, it may further recommend to the general membership that the penalty be expulsion. The President shall read the charge and the findings of the Board. The defendant shall have the privilege to appear before his fellow members at the ensuing general membership meeting and speak on his own behalf. No additional evidence shall be taken, or anyone other than the defendant and the Board members are allowed to speak. General membership shall then vote by secret written ballot. A majority of those present and voting at the meeting shall be necessary for expulsion. The Secretary will record the determination and provide each of the parties of the club's decision and penalty if any. A Board member that is involved in the charge shall be recused from participating as a Board member at the hearing. This includes voting and providing comments to the rest of the Board unless the Board member is the complainant. They may act as a witness on behalf of either

party. If expulsion is not so voted, the Board's suspension shall stand. All disciplinary actions of the club shall be immediately reported to the AKC by the Secretary.

Section 5. AKC Suspension

American Kennel Club Suspension: Any member who is suspended from any of the privileges of the AKC automatically shall be suspended from the privileges of the Club for a like period.

Section 6. Reprimand

A formal written warning to a member if it is determined that the members conduct was not severe enough to warrant a suspension or a recommendation for expulsion, but was still deemed concerning by the Board after charges have been filed in accordance with the bylaws. A majority vote of the Board shall be necessary for Reprimand.

Article VII Amendments

Section 1. Amendments to the Constitution and Bylaws may be proposed by the Board of Directors or by written petition addressed to the Secretary and 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 Membership at the next general meeting.

Section 2. The Constitution and Bylaws may be amended by a two-third 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 and 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 no less than two-thirds 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 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 tax-exempt organization whose prime mode of operation is related to dogs and will be 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
- Introduction of Guests
- Minutes of the last meeting
- Report of President
- Report of Secretary
- Reading of Member Applications
- Report of Treasurer
- Report of the Delegate
- Reports of Committees
- Election of Officers and Board (annual)
- Election of new members
- Unfinished business
- New Business
- Adjournment

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

- Reading of minutes of last meeting
- Report of President
- Report of Secretary
- Report of Treasurer
- Report of Committees
- Unfinished Business
- New Business
- Adjournment

Board meetings are open to the general membership other than special circumstances which are closed and will be so noted in the meeting notice.

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.