

LYONS TOWNSHIP DOG TRAINING CLUB, INC.

CONSTITUTION

ARTICLE I

Name and Objectives

Section 1. Name

The name shall be LYONS TOWNSHIP DOG TRAINING CLUB, INC.

Section 2. Objectives

This Club is a non-profit corporation. It is organized as a private, social and recreational club for the purpose of:

- (a) Training dogs in performance events such as obedience, agility, tracking and rally.
- (b) Encouraging and fostering among its members: recreational; social; service; outreach events and exhibitions for the furtherance of a mutual interest in dogs and their training; and from time to time making contributions to such charitable or civic organizations as approved by the Board of Directors.
- (c) Promoting cooperation and good sportsmanship among its members in the training and exhibition of dogs.
- (d) Conducting under American Kennel Club rules various types of performance events, including (but not limited to) an Obedience Trial, an Agility Trial, Rally Trial and Tracking Test.

To devote all profits accruing to the Club to the above purposes. Under no circumstances is the Club to pay a salary, fee, commission or dividend to any member unless after reviewing all options and with board approval it is determined that the circumstances are such that monetary compensation provides the most beneficial consequences to the club.

ARTICLE II

Membership

Section 1. Eligibility

Membership shall be open to all persons age twelve (12) years of age or older who are in good standing with the American Kennel Club and who subscribe to the objectives and membership requirements of this Club. Voting privileges will be extended to members who are eighteen (18) years of age or older.

Section 2. Class of Membership

There shall be three (3) classes of membership; they are: (a) Charter (b) Life and, (c) Active (Individual, Family, Partners - residing at the same address). The Board of Directors may at any time institute additional classes of membership by unanimous vote of the Board.

- (a) Charter Membership; The founding members of the Club are defined as Charter Members. Charter Members shall have all rights and privileges of membership, but shall pay no dues.
- (b) Life Membership; Shall be awarded to members by special approval of the Board of Directors. Life members shall have all privileges and rights of membership, but shall pay no dues.

- (c) Active Membership; Consisting of Individual Membership or Family Membership, both of which require Board approval and the payment of dues. Individual Memberships shall have all of the privileges of the Club and one (1) vote. Family members shall have all of the privileges of the Club, but will be limited to two (2) votes and to a single copy of the Club mailing. The family means: husband, wife, father, mother, son, daughter, brother or sister residing at the same address.

Section 3. Election to Active Membership

Application for membership shall be made upon the form provided by the Board of Directors. The form shall provide that the applicant agrees to abide by this Constitution and the rules and regulations of the American Kennel Club. Two members who are in good standing shall endorse each application. Each application is to be read at the first meeting of the Board of Directors following its receipt. At that meeting, the applicant will be voted upon. Affirmative votes of a majority of the Board Members present and voting shall be required to elect the applicant to membership.

- (a) Eligibility requirements for membership shall be outlined in the By-Laws.
- (b) Applicants for membership who have been rejected by the Club may not re-apply for membership within six (6) months of the date of rejection.

Section 4. Dues

Membership dues shall be payable on or before the first day of February each year. There shall be a thirty (30) day grace period. Any applicants elected at or after the October Board Meeting shall have to pay dues only for the ensuing membership year. The Club shall assume dues for Charter and Life Members. The membership year is defined as March 1 through March 1. A member whose dues are not paid for the current year may not:

- (a) Vote;
- (b) Receive or participate in awards given by the Club;
- (c) Partake of Training Membership Program.

Members will be notified of dues owed by the Membership Chairperson.

Section 5. 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.
- (b) By lapsing. A membership will be considered as lapsed and automatically terminated if such member's dues remain unpaid thirty days after the first day of the fiscal year. In no case may a person be entitled to vote at any Club meeting whose dues are unpaid as of that meeting. Those persons whose memberships are considered terminated for non-payment of dues may re-apply for membership. (See Section 3 - Election to Active Membership.)
- (c) By expulsion. A membership may be terminated by expulsion as provided in ARTICLE VI of this Constitution.

ARTICLE III

Meetings

Section 1. Special Club Meetings

Special meetings may be called:-

- (a) By the President;

- (b) By a majority vote of the members of the Board who are present and voting at any Regular or Special meeting of the Board;
- (c) By the Secretary, upon receipt of a petition signed by ten members of the Club who are in good standing.

Such Special meetings shall be held at such hour and place as may be designated by the persons authorized herewith to call such meetings. Written notice of such meetings shall be mailed or electronically transmitted by the Secretary to all Club members at least five (5) days and not more than (15) days prior to the date of the meeting. Said notice shall state the purpose of the meeting and no other Club business may be transacted thereat. The paid members present and a majority of the Board present shall designate the quorum for such a meeting:

Section 2. Board Meetings

Meetings of the Board of Directors shall be held monthly via video conference or at a time and place convenient to the Board. Notice of each meeting shall be mailed or electronically transmitted by the Secretary at least five (5) days prior to the date of the meeting. A quorum for such a meeting shall be a majority of the Board. The President or the Vice President must chair the meeting. All members may attend, but only Board members will vote, unless otherwise stated in The Constitution and herein the ByLaws.

Section 3. Special Board Meetings

Special meetings of the Board may be called upon receipt of a written request signed by at least three members of the Board.

- (a) Such special meetings shall be held via video conference or at an hour and place as may be designated by the persons authorized herein to call such meetings.
- (b) Notice of meetings shall be mailed or electronically transmitted by the Secretary at least five (5) days and not more than ten (10) days prior to the date of the meeting.
- (c) Any such notice shall state the purpose of the meeting; no other business shall be transacted at said meeting.
- (d) Quorum for such a meeting shall be a majority of the Board and must be chaired by the President or the Vice President

Section 4. Procedure for Conducting Meetings

Meetings herein mentioned plus the Annual Meeting provided in ARTICLE V, shall be conducted according to the latest revision of *Robert's Rules of Order*.

Section 5. Special Votes

Where serious or time-sensitive circumstances require immediate action by the board the president shall obtain customary board approval via verbal (i.e. in person) or electronic media (i.e. phone, email, instant messaging, etc.). The circumstance and resulting outcome shall be reviewed at the next available board meeting and recorded and documented in that meeting's minutes.

ARTICLE IV

Directors and Officers

Section 1. Board of Directors

The Board shall be composed of the President, Vice President, Secretary, Treasurer, Director of Training, Registrar and five (5) other persons, who shall all be current members, in good standing.

- (a) The offices of President, Vice President, Secretary and Treasurer shall be elected yearly and shall continue in office until their successors are elected and installed with the President's term of office not to exceed three consecutive years.
- (b) The office of Director of Training shall be appointed for a two-year term and shall continue in office until a successor is appointed.
- (c) The office of Registrar shall be appointed for a one-year term and shall continue in office until a successor is appointed.
- (d) Two Board members shall be elected for two-year terms each even year and three Board members shall be elected for two-year terms each odd year.
- (e) Vacancies: The President and a majority vote of the current board shall fill any vacancies occurring on the Board during the year for the unexpired term of office. Such appointment shall take place at the first regular meeting following the creation of such vacancy. Any officer who resigns shall turn over to his or her successor in office all properties and records relating to that office within 30 days of resigning.

Elections shall be held during the Club's Annual Meeting as provided in ARTICLE V. 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 have the following powers and duties:

- (a) The President shall preside at all meetings of the Club and the Board and shall have the duties and powers normally appurtenant to the office of the President. The President shall have any and all powers specific in this Constitution. The President shall provide all Committee Chairpersons with an outline of their specific duties.
- (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 as well as maintain, and replace training equipment as needed.
- (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 so ordered by the Club. The meeting minutes shall include clear and obvious reporting of any decisions made. The Secretary shall have charge of the correspondence, notify members of meetings, and notify Officers and Directors of their election to office. The Secretary shall carry out such other duties as are prescribed in this Constitution.
- (d) The Treasurer shall collect and receive all monies due or belonging to the Club and receipt thereof. The Treasurer shall deposit all monies in the name of the Club, in to a bank or merchant services (provider of credit card processing services) designated by the Board, in the name of the club. The financial reports shall be open to inspection of the Board, at all times. A report of all current financial activities shall be made monthly to the Board on the condition of the Club's finances. At the Annual Meeting an audit report of all financial activities during the year, for which activity is available, shall be made.

Section 3. Director of Training and Assistant Directors of Training

In January on alternating years the President shall solicit the training staff's confidential recommendations for candidates for the position of Director of Training. At the appropriate February Board Meeting, the President, with the board's approval, shall appoint a Director of Training for a term of two (2) years. The Director of Training shall in turn identify his/her recommendations for Assistant Directors of Training who are individuals known to be appropriate and in keeping with all aspects of the training objectives of the Club. The Director of Training's recommended list of candidates shall be presented to the Board for approval no later than the appropriate March board meeting at which time, the Assistant Directors of Training shall be appointed for a term of two (2) years, each such appointment to be subject to board approval.

Section 4. Registrar

At the February Board of Directors Meeting, the President shall announce the name of a candidate for Registrar, and at that meeting with the approval of the Board of Directors, shall appoint a Registrar for a term of one (1) year.

ARTICLE V

The Club Year, Annual Meeting, Elections

Section 1. Club Year

The Club's fiscal year shall begin on the 1st day of January and end on the 31st day of December.

Section 2. The Annual Meeting

The Annual Meeting shall be held in the month of January. At which time, the Auditing Committee delivers its general report for the prior year to the meeting participants. Additionally, the nominated Directors and Officers, shall be elected by a voice vote in accordance with Section 5 of this Article. No person may be a candidate in the Club election who has not been nominated. In the event of more than one candidate for any position, voting shall be by written ballot. The duly elected candidates shall take office immediately upon the conclusion of the election. Each retiring officer shall turn over to his or her successor in office, all properties and records relating to that office within 30 days after the election.

Section 3. Proxies

Proxy voting will not be permitted at any Club meeting or election.

Section 4. Nominations

At the September board meeting the President shall appoint a Nominating Committee Chairperson subject to board's approval. The Chairperson shall select the Nominating Committee consisting of five (5) members and two (2) alternates, not more than one of whom shall be a member of the Board. At the October Board meeting the members of the Nominating Committee shall be presented, and approved by the board. The Nominating Committee Chairperson shall notify the members of the Nominating Committee and alternates of their approval and duties immediately following the October Board meeting. Duties consist of the following:

- (a) The Chair of the Nominating Committee shall schedule a meeting.
- (b) The Committee shall nominate one candidate for each vacated office: contact, and receive each candidate's acceptance of that office.
- (c) Upon receipt of acceptance by all candidates contacted, the Chair of the Nominating Committee shall notify the Secretary and the Board of the proposed slate. Such notification shall be made no later than the December Board meeting.
- (d) The Secretary will notify the membership of the proposed slate no later than the December Board Meeting. Such notification shall be made via email and may be supplemented through class announcements.
- (a) Additional nominations may be made at the January Board Meeting by any Club member in attendance provided:
 1. The proposed nominee, if not in attendance at the meeting / party, shall present a written statement signifying willingness to be a candidate for the office.
 2. The nomination may be made only from members in good standing who were not nominated by the Nominating Committee.

Section 5. Elections

The nominated candidates receiving the greatest number of votes for each office shall be declared elected.

ARTICLE VI

Suspension and Expulsion

Section 1. American Kennel Club Suspension

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

Section 2. Charges

Any member may prefer charges against a member for alleged misconduct prejudicial to the best interest of the Club.

- (a) Written charges with specifications must be filed in duplicate with the Secretary, together with a deposit of Twenty-Five Dollars (\$25.00). Said money shall be forfeited, if such charges are not sustained
- (b) The Secretary shall promptly send a copy of the Charges to each Board member or present them at a Board meeting.
- (c) 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.
- (d) 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 nor more than six (6) weeks thereafter.
- (e) The Secretary shall promptly send one copy of the Charges to the accused member by certified mail return receipt requested, or other form of receipt 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--Suspension

If a hearing is scheduled, the Board shall have complete authority to decide whether counsel may attend the hearing, but both complainant and accused shall be treated uniformly in that regard. If counsel is included, the attorney may only advise the accused and in no other way may they participate in the proceedings. Should the charges be sustained after hearing all the evidence and testimony presented by complainant and accused, the Board shall 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 deems that punishment insufficient, it may also recommend to the membership that the penalty be expulsion. 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

Should the Board find the offense so severe as to recommend expulsion, and then a Special Meeting of the membership shall be called. Said meeting shall be held within sixty (60) days, but not earlier than thirty (30) days after the date of the Board's recommendation of Expulsion:

- (a) The President shall read the charges and the Board's findings and invite the Defendant, if present, to speak in his own behalf
- (b) The members shall then vote by secret ballot on the proposed expulsion
- (c) A two-thirds (2/3) vote of those present at the meeting shall be necessary for expulsion.

ARTICLE VII

Amendments

This Constitution may be amended by a two-thirds (2/3) vote of the membership present and voting at any Special Meeting called for that purpose. The proposed amendments must be embodied in the call for such meeting and emailed to each member at least two (2) weeks prior to the date of such meeting.

ARTICLE VIII

Dissolution

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. After payment of all debts of the Club, its property and assets shall be donated to such not-for-profit organizations selected by a majority vote of the Board of Directors.

ARTICLE IX

Order of Business

Section 1. Meetings of the Club

The order of business, so far as the character and nature of the meeting allows, shall be as follows:

1. Roll Call
2. Minutes of last meeting
3. Report of Board
4. Report of President
5. Report of Secretary
6. Report of Treasurer
7. Report of Committees
8. Election of Officers and Board (at annual meeting)
9. Election of new members
10. Unfinished Business
11. New Business
12. Adjournment

Section 2. Meetings of the Board of Directors

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

1. Roll Call
2. Minutes of last meeting
3. Report of President
4. Report of Secretary
5. Report of Treasurer
6. Report of Committees
7. Unfinished Business
8. Election of new members
9. New Business
10. Adjournment