

COLORADO SPRINGS KENNEL CLUB, INC.

Constitution and Bylaws

CONSTITUTION

ARTICLE I – NAME AND OBJECTIVES

Section 1. The name of the club shall be The Colorado Springs Kennel Club, Inc. (aka The Club).

Section 2. The Objectives of The Club shall be:

- a. To encourage the dog fancy and to promote purebred registered dogs of all breeds recognized by the American Kennel Club according to the standards set forth by that body.
- b. To conduct sanctioned matches, dog shows, obedience and rally trials, agility trials and any other event for which the club is eligible under the Rules and Regulations of the American Kennel Club.
- c. To encourage and promote sportsmanlike competition at all such events.
- d. To protect and advance the interests of purebred dogs and their fanciers.
- e. To create and foster an appreciation on the part of the general public of the value of the purebred registered dog as worker and companion.

Section 3. The Club is incorporated under the laws of the state of Colorado as a not-for-profit organization. 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 objectives.

Approved by Membership November 29, 2016

Approved by AKC's Board of Directors at meeting January 9-10, 2017

BYLAWS

ARTICLE I - Membership

SECTION 1. Eligibility. There shall be six (6) types of membership—Five (5) open to all persons 18 years of age and older and a Junior Membership for those under 18 years of age who are in good standing with The American Kennel Club and who subscribe to the purposes of this Club. While membership is to be unrestricted as to residence, the Club's primary purpose is representing the breeders and exhibitors in the Colorado Springs/El Paso County area.

a. Regular Membership-Enjoys all club privileges including right to vote and hold office.

b. Family Membership -shall be open to two (2) adults residing in the same household, each eligible to vote and hold office.

c. Associate-Entitled to all club privileges except voting and holding office. Offered to individuals who live outside of the club's area; also offered to individuals who live in club's area but are not active (can be moved to Regular membership by written request to the Recording Secretary and adjustment of dues paid).

d. Life Membership-shall be granted upon completion of fifteen years of active, dues paying, Regular Membership, provided the member has served The Club as an Officer, Director, or Show/Trial Chairman. Life members do not pay dues but may vote and hold office.

e. Junior Membership- shall be open to all persons between the ages of 9-17 a non-voting/non-office holding membership may convert to regular membership upon reaching 18 years of age.

f. Honorary- An individual who has made significant contributions to the Sport, Breed, or the Club. Honorary members pay no dues and are not eligible to vote or hold office, but can maintain Regular (or household) membership with voting rights and eligibility to hold office if they pay dues. Honorary membership shall be granted by a 2/3 majority vote of the Board of Directors.

SECTION 2 Dues shall be payable on or before the first day of January No voting eligible member may vote whose dues are not paid for the current fiscal club year. During the month of November the treasurer shall notify members that dues must be paid by the end of December for the ensuing year. Membership may be terminated if dues are not received by January 31.

Membership dues shall be recommended by the Board of Directors and approved by a 2/3 majority vote of the general membership. In any year when the Board has not acted to change the amount of dues by October 31, the dues for the current year shall continue

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for the ensuing year. The dues for Regular, Family, Associate and Junior memberships will be specified in the Standing Rules; in no case will dues exceed \$50.00 per year for any type of membership.

- a. Persons becoming members after July 1 of any year shall pay fifty percent (50%) of the annual dues for their specific membership category. Persons whose membership was approved during the months of October, November, and December shall be considered to have paid in full for the ensuing year.

SECTION 3 Election of Membership The applicant for membership shall apply on a form as approved by the Board of Directors. The applicant agrees to abide by The Club's 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. All applications are to be filed with the Recording Secretary. Each application is to be read at the first meeting of The Club following its receipt. At the third Club meeting the applicant attends within the six month window, the application will be voted upon. To be accepted, affirmative votes of 2/3 of the members present and voting by secret ballot at that meeting shall be required to elect the applicant.

Meeting 1 – **Applicant submits application and dues.** Applicant receives a copy of Club's Constitution and Bylaws. Application is read to members during meeting as part of Election of New Members.

Meeting 2 – **Application is read to members** as part of Election of New Members.

Meeting 3 – **Application is read to members** and a vote by secret ballot is taken per ARTICLE 1-MEMBERSHIP Section 3.

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 Recording 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. Resignation by a member that is in-debt to The Club may be pursued for payment as prescribed by law.
- 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 fiscal year (January 31). The Board may reinstate lapsed membership if the lapsed member requests it in writing during the month of February. A 2/3 majority vote of the Board

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at the next Board meeting or by email or telephone conference shall be required to approve reinstatement. In no case may a person be entitled to vote at any club meeting whose dues are unpaid as of the date of the meeting. A lapsing membership by a member that is in debt to The Club will be pursued for payment as prescribed by law.

- (c) **By expulsion.** A membership may be terminated by expulsion as provided in ARTICLE VI-DISCIPLINE Section 4 of the Bylaws.

ARTICLE II

Meetings and Voting

SECTION 1 Regular Club Meetings - Meetings of the club shall be held in Colorado Springs, CO or within the greater Colorado Springs area on the last Tuesday of each Month, except December, at such hour and place as may be designated by the Board of Directors. In the exceptional case that a suitable meeting place is not available on the last Tuesday of a month, or because of a holiday, etc. the Board of Directors may designate another day of that month for the regular club meeting. Written notice of each such a meeting shall be mailed or emailed in accordance with AKC policy by the Recording Secretary at least ten days prior to the date of the meeting. The quorum of such meetings shall be 20% of the members with voting rights who are in good standing.

SECTION 2 Special Club Meetings--Special Club meetings may be called by the President, or by a majority vote of the members of the Board of Directors who are present and voting at any regular or special meeting of the Board of Directors; or shall be called by the Recording Secretary upon receipt of a petition signed by five members of The Club who are in good standing. Such special meetings shall be held in Colorado Springs, Colorado or the Colorado Springs area at such place, date and hour as may be designated by the person or persons authorized to call such meetings. Written/email notice of such a meeting shall be mailed by the Recording Secretary at least five days and not more than 15 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 20% of the members with voting rights in good standing.

SECTION 3 Regular Board Meetings- Meetings of the Board of Directors shall be held quarterly in the Colorado Springs area or via telephone conference call at such hour and place as may be designated by the Board. Written notice of each such meeting shall be mailed/emailed by the Recording Secretary at least five days prior to the date of the meeting. The quorum for a Board meeting shall be a majority of the Board of Directors. Board meetings shall be open to the general membership as non-participating observers.

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SECTION 4 Special Board Meetings-Special meetings of the Board of Directors may be called by the President; and or shall be called by the Recording Secretary upon receipt of a written request signed by at least three members of the Board of Directors. Such special Board meetings shall be held in Colorado Springs, Colorado or within the greater Colorado Springs area at such place, date, and hour as may be designated by the person authorized herein to call such meeting. Written/email notice of such meeting shall be mailed by the Recording Secretary at least five days and not more than 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. A quorum for a Special Board Meeting shall be a majority of the Board.

SECTION 5 The Board of Directors may conduct business by tele-conference or email provided all Board members have means to participate and verification of identity is in place. All Board members must agree to participate in this manner.

SECTION 6 Club Notifications – All notifications and correspondence by the Club shall be sent by email. Members are responsible for notifying the Club in writing if they need their correspondence sent via USPS mail.

SECTION 7 Voting. Each member in good standing whose dues are paid for the current year whose membership type permits and each Life member shall be entitled to one vote at any meeting of The Club at which he or she is present. Associate and Junior members shall have no voting privileges. Proxy or absentee ballots will not be permitted at any club meeting or election.

ARTICLE III

Directors and Officers

SECTION 1 Board of Directors. The Board shall be comprised of the

- a. President
- b. Vice- President
- c. Recording Secretary
- d. Corresponding Secretary
- e. Treasurer
- f. Four (4) other persons (hereafter called Directors-at-Large).

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 – The Club Year, Annual Meeting, and Elections and shall serve until their successors are elected.

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The President and Treasurer will be elected for two-year terms; other officers will be elected annually to one-year terms. The Directors-at-Large will be elected for two-year terms in the following manner: two of the Directors-at-Large will be elected each year to serve two-year terms. No Officer or Director may serve in the same capacity or more than three consecutive terms. 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, Recording Secretary, Corresponding Secretary and Treasurer, shall serve in their respective capacities both with regard to The Club and its meetings and the Board and its meetings.

- (a) **The President** The President shall preside at all meetings of The Club, the Board of Directors, and shall have the duties and powers normally appurtenant to the office of in addition to those particularly specified in these Bylaws and the Club's Standing Rules.
- (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 have the other duties or responsibilities as may be stated in The Club's Bylaws and Standing Rules.
- (c) **The Recording Secretary** shall prepare and keep a permanent record of all meetings and meeting minutes of The Club, the Board of Directors and of all matters of which a record shall be ordered by the Board or The Club. After acceptance by The Club, the Recording Secretary shall sign the minutes. The Recording Secretary shall have other duties or responsibilities as may be stated in The Club's Bylaws and Standing Rules.
- (d) **The Corresponding Secretary** shall handle all the correspondence requiring the attention of an officer, the Board of Directors, or The Club as a whole. The Corresponding Secretary shall 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 not more than once every club year. The Corresponding Secretary shall have other duties or responsibilities as may be stated in The Club's Bylaws and Standing Rules.
- (e) **The Treasurer** shall collect and receive all moneys due or belonging to The Club, and deposit them in the name of The Club in a bank designated by the Board of Directors. The Treasurer's books shall at all times be open to inspection by the Board and the Treasurer shall report at every Board and Regular meeting the condition of The Club's finances with every item of receipt and or payments not before reported; At the January meeting an accounting of all expenditures and income for the previous fiscal year shall be presented to the Club. Both the President and the Treasurer shall sign all checks. The Treasurer shall be bonded

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in such amount as determined by the Board of Directors. The books will be audited annually (within 2 months) of end of fiscal year by an impartial committee of at least two from the general membership. In addition to these duties and guidelines the Treasurer shall be responsible for other duties specified in the Standing Rules.

SECTION 3. The AKC Delegate shall be nominated and elected in accordance with the provisions of Article IV, Section 2, subject to approval by the AKC. The delegate shall be elected to a term of three (3) years commencing with approval by the AKC and may serve more than one term. Nominations for this office will be held in the second (2nd) year of the term of office or at the delegate's request.

Duties and responsibilities of the AKC Delegate:

- a. Keep Board of Directors and general membership informed of matters of Club importance from AKC.
- b. Represent The Club at AKC Delegate meetings when directed to do so by the Board or when a twenty percent (20%) of Club members with voting rights votes in favor of the AKC delegate to attend.
- c. Submit a budget of proposed expenses to the Board of Directors for approval; expenses are not to exceed the total of reasonable airfare, meals, and lodging. Submit a list of items to be discussed and items to be voted on by the AKC delegate.
- d. Keep accurate expense account ledgers records from each delegates' meeting attended and present such records to the Board of Directors.

SECTION 4 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 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 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.

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The club's official year shall begin immediately at the conclusion of the election at the annual meeting (in August) and shall continue through the election at the next annual (official year) meeting.

SECTION 2 Annual Meeting- The annual meeting shall be held in the month of August, at which Officers, Directors and Delegate to The American Kennel Club (if applicable) 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 Annual meeting and each retiring officer shall, within thirty days after the election turn over to his or her the successor in office all properties and records relating to that office

SECTION 3 Elections- The nominated candidate receiving the greatest number of votes for each office, directorship or delegate position shall be declared elected.

SECTION 4 Nominations- No person may be a candidate in a club election who has not been nominated for the position. All nominees must have attended at least four (4) meetings during last official year. During the month of May, 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 Corresponding Secretary shall immediately notify the committee members and alternates of their selection. The Board shall name a chairman for the committee and it shall be such person's duty to call a committee meeting, which shall be held on or before June 1.

(a) The committee shall nominate at least one candidate(s) for each office, directorship and for Delegate who may but need not be an officer or director of the club. After obtaining the consent of each person nominated, the Committee shall immediately report the nominations to the Corresponding Secretary in writing

(b) Upon receipt of the Nominating Committee's report, the Corresponding Secretary shall, at least two weeks before the July meeting, notify each member in writing of the candidates nominated.

(c) Additional nominations may be made at the July meeting by any member in attendance, provided that the person so nominated accepts when his or her name is proposed, and provided further that if the proposed candidate is not in attendance at this meeting, his proposer shall present to the Recording Secretary a written statement from the proposed candidate signifying his or her 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 (August) or in any manner other than as provided in this Section.

ARTICLE V

Committees

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SECTION 1 Appointments – The President, subject to approval of the Board, may each year appoint standing committees to advance the work of The Club in such matters as programs, club publicity 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. Committee chairpersons shall have the additional duties and responsibilities as may be stated in The Club's Bylaws and Standing Rules.

SECTION 2 Removal From Committees—Any committee appointment may be terminated by a majority vote of the full membership of the Board. Upon written notice to the removed appointee, the President may appoint a successor(s) to those persons whose services have been terminated

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 automatically be suspended from the privileges of The Club for a like 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. Written charges with specifications must be filed in duplicate with the Corresponding Secretary together with a deposit of \$100.00 that shall be forfeited if the Board, following a hearing, does not sustain such charges. The Corresponding 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 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 Board entertains jurisdiction of the charges, it shall fix a date for a hearing by the Board not less than 3 weeks or more than 6 weeks thereafter. The Corresponding Secretary shall promptly send one copy of the charges and the specifications to the accused member by registered mail together with a notice of the hearing and an assurance that the defendant may personally appear in his or her own defense and bring witnesses if he wishes.

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 that 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 or suspend the defendant from all privileges of The Club for not more than six months from the date of the hearing. And, if it deems that punishment insuffi-

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cient, it may also recommend to the general membership that the penalty be expulsion. In such case, the suspension shall not restrict the defendant's right to appear before his or her 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 Corresponding Secretary. The Corresponding 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 DISCIPLINE 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 date of the Board's recommendation of expulsion. The defendant shall have the privilege of appearing in his 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 his or her own behalf if he or she wishes. The meeting members shall then vote by secret ballot on the proposed expulsion. A 2/3 (two-thirds) vote of the eligible members 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 or Bylaws may be proposed by the Board of Directors or by written petition addressed to the Corresponding 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 Corresponding Secretary for a vote within three months of the date when the petition was received by the Corresponding Secretary.

SECTION 2 The Constitution and Bylaws may be amended by a 2/3 (two-thirds) secret vote of the eligible members present and voting at the next regular Club meeting or special Club meeting called for the purpose, provided the proposed amendments have been mailed to each member at least two weeks prior to the date of the meeting

SECTION 3 No amendment to the Constitution or 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

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SECTION 1 The Club may be dissolved at any time by the written consent of not less than 2/3 (two-thirds) votes of the eligible members of The Club. 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 as 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:

- a. Roll Call
- b. Minutes of last meeting
- c. President's Report
- d. Corresponding Secretary's Report
- e. Recording Secretary's Report
- f. Treasurer's Report
- g. Committee Reports
- h. Election of officers and Board (at annual meeting)
- i. Election of new members
- j. Unfinished business
- k. New business
- l. 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:

- a. Minutes of last meeting
- b. Corresponding Secretary's Report
- c. Recording Secretary's Report
- d. Treasurer's Report
- e. Committee Reports
- f. Unfinished business
- g. New business
- h. Adjournment

ARTICLE X

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Parliamentary Authority

SECTION 1 "Robert's Rules of Order, Newly Revised," (most recent edition) 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 rule of order The Club may adopt.

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