



**THE GLEN'S FALLS KENNEL
CLUB, INC.
CONSTITUTION AND BY-
LAWS**

**REVISED AND ADOPTED
SEPTEMBER 5, 2002**

CONSTITUTION

Name and Objects

SECTION 1. The name of the club shall be the Glens Falls Kennel Club, Inc.

SECTION 2. The objectives 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 dog show and obedience trials.
(c) to conduct sanctioned matches, dog shows, obedience trials and other sanctioned events under the rules of the American Kennel Club.

SECTION 3. The club shall be a not-for-profit
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

organization. All profits accrued to the club shall be devoted to the sole purpose and to the benefit of pure-bred dogs. The Board of Directors shall make specific recommendations of donations.

SECTION 4. Members have the right to, from time to time, revise such By-laws as may be required to carry out these objectives. Approval shall be a majority of those in attendance and voting at a club meeting.

BY-LAWS

**ARTICLE I
Membership**

SECTION 1. Eligibility. There shall be one type of membership open to all persons eighteen years of age and older who are in good standing with the American Kennel Club and who subscribe to the purposes of this club. Junior membership is open to persons 10-17 years of age. They cannot vote or hold office. Junior members can convert to regular membership on their eighteenth birthday. 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. The Secretary will send dues notices during the month of February. Dues shall not exceed \$50 per member. Junior membership will be no fee with no voting rights under the age of 18 years. Dues are due on or before the first day of April.

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 that the applicant agrees to abide by these constitution and by-laws and the rules of the American Kennel Club. The application shall state the name and 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 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

filed with the Secretary and each application is to be read at the first meeting of the club following its receipt. At the next club meeting, the application will be voted upon and affirmative votes of 3/4 of the members present and voting at that meeting shall be required to elect the applicant. Applicants for membership who have been rejected by the club may not re-apply within six months after such rejection. Dues will be refunded.

SECTION 4. Termination of Membership. Memberships may be terminated:

- (a) by resignation. Any member may resign in good standing from the club upon written notice to the Secretary; but no member may resign when in debt to the club. Dues obligations are considered a debt to the club and become incurred on the first of each fiscal year.
(b) by lapsing. A membership will be considered as lapsed and automatically terminated if such members' dues remain unpaid 30 days after the first day of the fiscal year. However, the Board may grant an additional 30 days of grace period 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 by-laws.

**ARTICLE II
Meetings and Voting**

SECTION 1. Club meetings. Meetings of the club shall be held in The Greater Glens Falls Area on the first Thursday of each month, at such hour and place as may be designated by the Board of Directors. Written notice of each such meeting shall be mailed by the Secretary at least ten days prior to the date of the meeting. the quorum for such meetings shall be 20% of the members in good standing.

members of the club who are in good standing. Such special meetings shall be held in the Greater Glens Falls Area, date and hour as may be

designated by person or persons authorized herein to call such meetings. Written notice of such a meeting shall be mailed by the Secretary at least five days and not more than fifteen days prior to the date of the meeting and such 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 in good standing.

SECTION 3. Board Meetings. Meetings of the Board of Directors shall be held 6 times a year in the Greater Glens Falls area. Written notice of each such meeting shall be mailed by the Secretary at least five days prior to the date of the meeting. The quorum for such a meeting shall be a majority of the Board.

SECTION 4. Special Board Meetings. Special meetings of the Board may be called by the President and shall be called by the Secretary upon receipt of a written requested signed by at least three members of the Board. Such special meetings shall be held in the Greater Glens Falls area at such date and place as may be designated by the person authorized herein to call such a meeting. Written notice of such meeting shall be mailed by the Secretary at least five days and not more than ten 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 such a meeting shall be a majority of the Board.

SECTION 5. Voting. Each member shall be entitled to one vote. No member may vote whose dues are not paid up for the current fiscal year. Proxy voting shall not be permitted at any club meeting or election. Members shall abstain from voting on issues where there may be a direct personal conflict of interest.

ARTICLE III Directors and Officers

SECTION 3. Elections. The nominated candidate receiving the greatest number of votes for each

SECTION 1. Board of Directors. The Board shall be comprised of the President, Vice President, Secretary, Treasurer, Training Director (obedience), immediate past President, A.K.C. Delegate, and six other persons, all of whom shall be members in good standing, all of whom have voting privileges. The officers of the club shall be elected for a term of one year and three of the directors will be elected for a period of two years to replace the three whose terms expire with the fiscal year. This Board shall serve until their successors are elected. General management of the club's affairs shall be entrusted to the Board of Directors.

SECTION 2. Officers. The club's offices, consisting of the President, Vice President, Secretary, Treasurer, Training Director (obedience) 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 the Board and shall have the duties and powers normally appurtenant to the office of President in addition to those particularly specified in these by-laws.

(b) The Vice-President shall have the powers and exercise the duties of the President in case of the President's absence or incapacity.

(c) The Secretary shall keep a record of all meetings of the club and of the Board and of all matters of which a record shall be ordered by the club. (S)he will have charge of the correspondence, notify new members of their election to membership, keep a roll of the members of the club with their addresses and carry out such other duties as are prescribed in these by-laws.

(d) The Treasurer shall collect all monies due or belonging to the club and receipt therefore. (S)he shall deposit the same in a bank satisfactory to the Board in the name of the club. The books shall at all times be open to inspection of the Board and (s)he shall report to them at every meeting the condition of the club's finances and every item of receipt or payment not before reported; and at the annual meeting, (s)he shall render an account of all monies received and expended during the previous fiscal year. The office shall be declared elected. The nominated candidate for other positions on the Board who

Treasurer shall be bonded in such an amount as the Board of Directors shall determine and the cost of furnishing bond (bond premium) shall be a club expense.

(e) The duties of the Training Director shall be to appoint training instructors and generally supervise the obedience training classes.

(f) American Kennel Club Delegate will be an elected position. The delegate will be a voting member of the Board of Directors. The term is one year and they may succeed themselves.

SECTION 3. 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 of 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 the President shall be filled automatically by the Vice President and the resulting vacancy in the office of the 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 April and end on the thirty-first day of March. The club's official year shall begin immediately at the conclusion of the election at the annual meeting and shall continue through the election at the next annual meeting.

SECTION 2. Annual Meeting. The annual meeting shall be held in the month of March at which Directors and Officers for the ensuing year shall be elected by secret written 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 his successor in office all properties and records relating to that office within thirty days after the election.

receive the greatest number of votes for such positions 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 December, 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 Board shall name a chairman for the committee and it shall be their duty to call a committee meeting which shall be held on or before January 1.

(a) The committee shall nominate one candidate for each office and the three candidates for the three open positions on the Board and after securing the consent of each person so nominated, shall immediately report their nominations to the Secretary in writing.

(b) Upon receipt of the nominating committee's report, the Secretary shall, before January 15, notify each member in writing of the candidates so nominated.

8) Additional nominates may be made at the February meeting by any member in attendance provided that the person so nominated does not decline when their name is proposed and provided that, if the proposed candidate is not in attendance at this meeting, their proposer shall present to the Secretary a written statement from the proposed candidate signifying his willingness to be a candidate. No person shall be a candidate for more than one position.

(d) Nominations cannot be made at the annual meeting or in any manner other than that 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 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 by 20% of the membership in good

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. Any committee appointments 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 service has been terminated.

ARTICLE VI Discipline

SECTION 1. American Kennel Club Suspension. Any member who is suspended from privileges of the American Kennel Club automatically shall be suspended from the privileges of this club for a like period.

SECTION 2. Charges. Any member may prefer charges against a member for alleged conduct 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 \$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 interests of the club. If the Board considers that the charges constitute misconduct 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 of hearing by the Board not less than three weeks nor more than six weeks thereafter. The Secretary shall promptly send one copy of the charges 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/her own defense and bring witnesses if (s)he wishes.

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

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 majority vote of those present, 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 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/her fellow members at the ensuing club meeting which considers the Board's recommendation. Immediately after the Board has reached a decision, its findings 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 60 days but not earlier than 30 days after the date of the Board's recommendation of expulsion. The President shall read the charges and the Board's findings and recommendations and shall invite the defendant, if present, to speak on his/her own behalf if (s)he wishes. The members shall then vote by a secret written ballot on the proposed expulsion. A 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

the Secretary within three months of the date when the petition was received by the Secretary. SECTION 2. The constitution and by-laws may be amended by a 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 mailed to each member at least two 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 is approved by the Board of Directors of the American Kennel Club.

ARTICLE VII Dissolution

SECTION 1. Dissolution. The club may be dissolved at any time by written consent of not less than 2/3 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 shall be distributed to any member 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:

- Roll Call
- Minutes of the last meeting
- Report of President
- Report of Secretary
- Report of Treasurer
- Reports of Committees
- Election of Officers and Board
(at annual meeting)
- Election of new members
- Unfinished business
- New business
- Adjournment

If a question of parliamentary procedure arises, Robert's Rules of Order shall apply.

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

- Roll Call
- Reading of the minutes of the last meeting
- Report of Secretary
- Report of Treasurer
- Reports of Committees
- Unfinished business
- New business
- Adjournment