

# SCHENECTADY DOG TRAINING CLUB, INC

## CONSTITUTION

### ARTICLE I: Name and Objects

Section 1. The name of the Club shall be the "Schenectady Dog Training Club, Inc."

Section 2. The objects of the club shall be:

- (a) to promote training of all dogs
- (b) to disseminate knowledge regarding dog obedience and agility
- (c) to conduct training classes for members and their dogs
- (d) to promote friendship and sociability among said members
- (e) to hold and support American Kennel Club sanctioned matches, licensed trials and all other events for which the club is eligible under the Rules and Regulations of the American Kennel Club.
- (f) to promote cooperation and good sportsmanship among its members in the training and exhibiting of dogs
- (g) to cooperate with other groups with similar aims

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.

### ARTICLE III: Government

Section 1. The management of the Club shall be vested in a Board of Directors.

## BYLAWS

### ARTICLE I: Membership

Section 1. Eligibility. Membership in this Club shall be open to all who are interested in the objectives of the Club and who are in good standing with the American Kennel Club.

Section 2. Classifications of Membership

(a) REGULAR

- approved for membership by the Board of Directors
- entitled to all Club rights and privileges, including right to vote and hold office
- members of the same household shall be entitled to all rights and privileges of the Club, except they shall not have the right to vote or hold office

(b) FAMILY

- approved for membership by the Board of Directors

- two or more names, over 18 years of age required
- all members of 'FAMILY' membership category shall be entitled to all rights and privileges of the Club including right to vote and hold office

(c) JUNIOR

- approved for membership by the Board of Directors
- under 18 years of age
- entitled to all Club rights and privileges, except the right to vote and hold office
- approved for JUNIOR membership only

(d) ASSOCIATE

- those who wish to evidence support of the Club and approved for membership by the Board of Directors
- entitled to all Club rights and privileges, including the right to vote and hold office,
- shall NOT have the right to participate in any dog training activities, i.e., training classes, matches (correction, show & go), demonstrations, parades, open floor training, agility or any other like related event

(e) HONORARY

- persons, who, for outstanding service and loyalty to the Club, shall be unanimously voted this honor at a regular meeting of the Board of Directors
- entitled to all rights and privileges, including the right to vote and hold office
- members of the same household shall be entitled to all rights and privileges of the club, except they shall not have the right to vote or hold office

Section 3. Dues and Fees

- (a) Annual Dues. Annual membership dues shall be set by the Board of Directors. Dues shall not exceed \$100 per year and shall be payable in US funds annually on or before the 31<sup>st</sup> of December. A dues notice shall be sent (emailed) to each member after October 1<sup>st</sup>.
- (b) Training Fees. Training fees, payable before the training session to which they may apply, shall be authorized by a majority vote of the Board of Directors in accordance with current need.

Section 4. Election to Membership and Resignation

- (a) Application for membership shall be made to the Membership Director and accompanied by one (1) year's dues and training fee when required. When application is made subsequent to July 1<sup>st</sup>, it shall be accompanied by one-half (1/2) the prevailing annual dues but the full amount of training fees where required. Dues may be pro-rated at the discretion of and authorized by a majority vote of the Board of Directors in accordance with an individual need.

- (b) Application for membership shall be voted upon by the Board of Directors at the next meeting following receipt of application. A majority vote of the directors shall constitute an acceptance.
- (c) The applicant for membership shall be notified by the Recording Secretary of acceptance or rejection. In the event of rejection, all monies paid by the applicant shall be refunded.

#### Section 5. Termination of Membership

- (a) by Resigning. Any member in good standing may resign from the club upon written notice to the Corresponding 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. Any member resigning from the Club forfeits all claims, benefits and property to which the membership would otherwise be entitled and no refund of dues or training fees shall be made by the Club.
- (b) by Lapsing. A membership will be considered as lapsed and automatically terminated if such member's dues remain unpaid after the first day of the fiscal year; however, the Board may grant an additional 30 days of grace to such delinquent members in meritorious cases. In no case may a person be entitled to vote at any club meeting whose dues are unpaid as of the date of that meeting.
- (c) by expulsion. A membership may be terminated by expulsion as provided in ARTICLE VIII of these Bylaws.

### ARTICLE II: Meetings and Voting

Section 1. Club Meetings. Meetings of the club, beyond the Annual Meeting, shall be held at such an hour and place as may be designated by the Board of Directors. Written notice of each such meeting shall be mailed (emailed) by the Secretary at least 10 prior to the date of the meeting. The quorum for such meetings shall be 20 percent of the members in good standing.

#### Section 2. Special Meetings.

- (a) Special Meetings of the General Membership may be called by the Board of Directors at its discretion or upon written request of five (5) members of the club.
- (b) Notice must be mailed (emailed) to each member in good standing at least two (2) weeks prior to the date of such a meeting and must state the business to be acted upon.
- (c) No business other than that specified in the notice shall be transacted.
- (d) The presence of 20 percent of the voting membership in person shall constitute a quorum to transact business.
- (e) All actions shall be decided by a majority vote of the voting members present except as covered by ARTICLE X. Amendments.

#### Section 3. Board of Directors Meetings.

- (a) Meetings of the Board of Directors shall be held at least every two (2) months. They may be called by the President or upon request of any two (2) Directors.
- (b) Five (5) days notice of meetings shall be mailed (emailed) to each Director by the Corresponding Secretary.
- (c) Regular meetings of the Board shall be open to the General Membership

Section 4. The Board of Directors may conduct its business by mail (e-mail). When conducting its business by mail (e-mail), the Board shall apply the same standards for voting as it does when meeting in person. A quorum when conducting business by mail (e-mail) shall be a majority of the Board.

Section 5. Voting. Each member in good standing whose dues are paid for the current year shall be entitled to one vote at any meeting of the club at which he/she is present. Proxy voting will not be permitted at any club meeting or election.

### ARTICLE III: Directors and Officers

Section 1. Board of Directors. The Board of Directors shall be comprised of the officers and ten (10) directors, all of whom shall be members in good standing and all of whom shall be elected for two-year terms at the club's annual meeting as provided in Article IV and 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 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 shall be the chief executive officer of the Club. The President shall oversee the administration of the business of the Club and shall see that all orders and resolutions of the Board of Directors are carried into effect. The President shall preside at all meetings of the Club and of the Board, be a member ex-officio of all Standing Committees, fill all vacancies of the Board of Directors by appointment and perform such other duties as usually pertain to the office of President.
- (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 a member ex-officio of all Standing Committees and maintain a file of the minutes of said committees where requested to do so by the President and serve as Chairman of the Long Range Steering Committee and keep the Board informed of its plans. (This committee is charged with developing and proposing plans for the Club and its properties.)
- (c) The Recording Secretary shall keep a record of all meetings of the club

and of the Board and of all matters of which a record shall be ordered by the club; notify members of their election to membership; notify officers and directors of their election to office; and carry out such other duties as are prescribed in these Bylaws.

- (d) The Corresponding Secretary shall have charge of the correspondence for the Club; notify membership of all meetings of the Club, Board of Directors and Committees where requested to do so; and bill members for annual dues.
- (e) The Treasurer shall collect and receive all moneys due or belonging to the Club; shall deposit moneys in the name of the Club in a bank approved by the Board of Directors. The books shall at all times be open to inspection by the Board and a report shall be given at every meeting on the condition of the club's finances and every item of receipt or payment not before reported; prepares, with input from Board, a yearly budget; and at the annual meeting an accounting shall be rendered of all moneys received and expended during the previous fiscal year, January 1 to December 31.

### Section 3. Directors (Standing Committee Chairs)

- (a) Agility Training Director shall be responsible for correlating all phases of the agility training program; direct instructor/assistant trainee programs for the purpose of providing qualified agility instruction for the members of the Club; maintain standard procedures of instructor qualification and class promotion to ensure uniform benefits to members enrolled in agility classes; work closely with the Obedience Training Director and Training Council Director to ensure training is consistent with and follows SDTC Guidelines and policies; and to be responsible for the purchase and maintenance of training equipment to meet the needs of the agility training program. (Purchases within budgeted amount and with Board approval.)
- (b) Building Director shall maintain (install, repair, and clean) or contract for service on the physical structures and those items related to that structure; be a member of the Long Range Steering Committee; and keep an accurate record of expenditures authorized by Board policy and approved committee budget for maintenance and improvements to physical structures.
- (c) Fund Raising Director shall oversee all fund raising projects; be responsible for all special events not already designated; and have all such events approved by the Board of Directors.
- (d) Grounds Director shall be responsible for the land and property of the Club; maintain (install, repair and clean) or contract for service on any machinery or tools necessary for the upkeep of the property; contract for plowing, clearing land, fill, garbage removal as needed; be a member of the Long Range Steering Committee; keep an accurate record of expenditures authorized by Board policy and approved committee budget for maintenance and improvements to land and property.

- (e) Membership Director shall solicit and register candidates applying for Membership to the Club; propose eligible applicants to the Board of Directors for approval; collect all training fees and provide the Agility and Obedience Training Directors with an accurate eligibility list of new members seeking to enroll in the training sessions; and turn over all collected monies to the Treasurer for deposit.
- (f) Obedience Training Director shall be responsible for all phases of the Obedience training program; direct the instructor/assistant trainee programs for the purpose of providing qualified obedience instruction for the members of the Club; maintain standard procedures of instructor qualification and class promotion to ensure uniform benefits to members enrolled in obedience classes; work closely with the Agility Training Director and Training Council Director to ensure training is consistent with and follows SDTC guidelines and policies; and be responsible for the purchase and maintenance of training equipment necessary to meet the needs of the obedience training program. (Purchases within budgeted amount and with Board approval.)
- (g) Program Director shall arrange and conduct all public demonstrations; conduct Membership Matches and Sanctioned Matches as requested' and maintain the membership award plaque program.
- (h) Publicity Director shall edit the Club publication in a timely fashion as Directed by the Board of Directors; and obtain information, prepare copy and submit to newspapers, dog publications radio and television all newsworthy items consistent with accuracy, good taste and in accordance with Club policy as directed by the Board of Directors.
- (i) Trial Director shall perform the functions and assume the responsibility Pursuant to the Annual Obedience Trial(s); keep an accurate accounting of all receipts and disbursements relative to the Obedience Trials; maintain a bank account for this purpose subject to Board approval; and maintain accurate records of all committee activity and submit a final report of Trial results to the Board of Directors by the last meeting of the fiscal year.
- (j) Training Council Director shall provide all instructors with class rosters; schedule and carry out sign up procedures for all classes, in all sessions; collect all training fees and provide Training Directors with an accurate list of members enrolled in training sessions; hand all collected moneys to Treasurer for deposit; maintain housekeeping supplies (paper towels, toilet paper, Red Bucket supplies, cleaning supplies); secure judges for class testing as needed; and work closely with Obedience and Agility Training Directors and the Membership Director to ensure SDTC guidelines and policies are followed.

Section 4. Duties of Directors. It shall be the duty of a Director to attend all meetings. Unexcused absences of a Director from three (3) successive meetings shall constitute a vacancy in that position as a Director.

Section 5. Vacancies. Any vacancies occurring on the Board or among the offices during the year shall be filled until the next annual election by a majority

vote of 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: Club Year, Meetings and Elections

Section 1. Club Year. The club's fiscal year shall begin on the first day of January and end on the last day of December.

##### Section 2. Annual Meeting.

- (a) An Annual Meeting of the General Membership shall be held during the last twenty (20) days of January and notice of such meeting shall be mailed (emailed) to each member in good standing at least ten (10) days before the time appointed for the meeting.
- (b) The purpose shall be to elect members to the Board of Directors, distribute annual reports of the Officers, Directors and Committee Chairpersons for the year past and transact other business deemed necessary.
- (c) The presence in person of 20 percent of the voting members of the corporation shall constitute a quorum to transact business. A lesser number may adjourn to some future date, not less than six (6) nor more than twenty (20) days later, provided notice of adjourned meeting be mailed (emailed) to each member entitled to vote.
- (d) Any member with the right to vote and in good standing with the Club at the time of the Annual Meeting is entitled to one vote.
- (e) All actions at this meeting shall be decided by a majority vote of members present in person.

Section 3. Elections. The nominated candidate receiving the greatest number of votes for each office shall be declared elected. Those nominated candidates for other positions on the Board who receive the greatest number of votes for such positions shall be declared elected.

##### Section 4. Nominating Committee.

(a) During the month of October, the Board of Directors shall appoint a Nominating Committee of not less than three (3) nor more than five (5) members, no more than one of whom shall be a member of the Board, whose duty it shall be to draw up nominations to the Board of Directors corresponding to the vacancies to be filled (2 year terms). The Board shall name a chairman for the committee. The committee shall draw up a slate of Officers and Committee Chairpersons to serve for one (1) year terms. This slate shall be voted upon by the general membership at the Annual Meeting.

(b) The Nominating Committee shall provide the Corresponding Secretary with said nominations and slate no less than thirty (30) days before the Annual Meeting.

(c) Additional nominations of eligible members may be made by written petition addressed to the Nominating Committee Chairperson and received at the

Chairpersons address not less than thirty-seven (37) days before the Annual Meeting. Such written petition shall be signed by five (5) members in good standing and shall include the written acceptance of each nominee signifying his/her willingness to be a candidate.

(d) Nominations may not be made at the Annual Meeting or in any other manner than provided in ARTICLE IV Section 4.

#### ARTICLE V: Committees

Section 1. The Board may each year appoint standing committees to advance the work of the club in such matters as necessary to carry out the purposes of the club as listed in ARTICLE II of these bylaws and other fields which may be well 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. Any committee appointment may be terminated by a majority vote of the full membership of the Board upon written notice to appointee. The Board may appoint successors to those persons whose services have been terminated.

#### ARTICLE VI: Discipline

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

Section 2. Charges. An individual member may prefer charges against another individual member for alleged misconduct prejudicial to the best interests of the club. Written charges with specifications must be filed induplicate with the Secretary together with a deposit of \$50 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 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 three weeks nor more than six weeks thereafter. The 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 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 insufficient, it may also



recommend to the membership that the penalty be expulsion. In such case, the suspension shall not restrict the defendant's right to appear before his fellow members at the ensuing club meeting which considers the Board's recommendation. Immediately after the Board has reached a decision, its finding shall be put in written form and filed with the Secretary. The Secretary, in turn, shall notify each of the parties of the Board's decision and penalty, if any.

Section 4. Expulsion. Expulsion of a member from the club may be accomplished only at a meeting of the club following a Board hearing and upon the Board's recommendation as provided in Section 3 of this Article. Such proceedings may occur at a regular or special meeting of the club to be held within 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 own behalf if he wishes. The members shall then vote by secret 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

Section 1. Amendments to the Constitution and Bylaws may be proposed by the Board of Directors or by written petition addressed to the Corresponding Secretary signed by 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 membership with recommendations of the Board by the Secretary for a vote within three months of the date when the petition was received by the Corresponding Secretary.

Section 2. These Bylaws may be amended only by a two-thirds (2/3) vote of members present and voting at a special meeting of the corporation, provided notice of the proposed amendment has been stated in the Call to Meeting and mailed (emailed) to each member at least two (2) weeks prior to the date of such a meeting.

#### ARTICLE VIII: Dissolution

Section 1. The club may be dissolved at any time by the written consent of not less than 2/3 of the members in good standing. In the event of the dissolution of the club other than for purposes of reorganization whether voluntary or involuntary or by operation of law, none of the property of the club nor any proceeds thereof nor any assets of the club shall be distributed to any members of the club, but after payment of the debts of the club its property and assets shall be given to a charitable organization for the benefit of dogs selected by the Board of Directors.

ARTICLE XII: 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 last meeting
- Report of the President
- Report of the Secretary
- Report of the Treasurer
- Reports of Committees
- Election of Officers and Board (at annual meeting)
- Election of new members
- Unfinished Business
- New Business
- Adjournment

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

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

ARTICLE X: Parliamentary Authority

Section 1. The rules contained in the current edition of "Robert's Rules of Order, Newly Revised." Shall govern the club in all cases to which they are applicable and in which they are not inconsistent with these Bylaws and any other special rules of order the club may adopt.

Revised January 21, 2012 by approval of the membership of the Schenectady Dog Training Club, Inc.

Approved February 23, 2012 by the Club Relations Department, American Kennel Club, Inc.

