



Charleston Kennel Club, Inc.

CONSTITUTION

SECTION 1 The name of the Club shall be The Charleston 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 purebred dogs and to encourage sportsmanlike competition at dog shows and obedience trials.
- c) To conduct sanctioned matches, at conformation and performance events and any other events for which the club is eligible under the Rules and Regulations of The American

SECTION 3 The Club shall not be conducted or operated for profit and no party of any profits or remainder or residue from any 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 By-Laws as may be required to carry out these objectives under the auspices of the American Kennel Club.

BY-LAWS

ARTICLE I

MEMBERSHIP

SECTION 1

Eligibility: There shall be four types of membership open to persons who are in good standing with The American Kennel Club and who subscribe to the purposes of this Club.

a) Regular Membership, open to all residents of the U.S.A., 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. Enjoys all club privileges including the right to vote and hold office. You must have been an associate member for one-year.

b) Junior members will be accepted from 10 to 17 years of age. Junior Members shall receive a subscription to the club newsletter and may enjoy all the privileges of membership, except that they are not eligible to vote or hold office. Upon their eighteenth birthday they may apply for Active Membership. Dues will be included in Household membership dues.

c) Associate membership is for individuals who are entitled to all privileges except voting and office holding. Offered to individuals who live outside of the club's area: also offered to individuals who live in the club's area but are not active. Associate members are not computed in determining a quorum.

d) Life membership is an honor given by the club membership after an individual has been a member for 20 + years. Life members pay no dues and are not eligible to vote and hold office.

All types of membership must comply with the Club's Constitution and By-Laws, subscribe to the purposes of the Club and be in good standing with The American Kennel Club. 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 determined by the Club at the annual meeting. Dues shall be set for Regular, Membership (Single and Household), Associate Membership (Single and Household) and Junior Membership. Dues shall be listed in the

club standing rules. Dues for all memberships shall not exceed \$100.00 per year.

Persons joining the Club on or after the first day of November shall pay dues for the ensuing year. Written notice shall be given in November to each member stating dues are payable on or before January 1. No member may vote whose dues are not paid for the current year.

SECTION 3 Election to Membership: Applicants for Regular membership must attend at least six meetings within twelve (12) months as a guest before submitting an application for 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 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 members shall submit dues payment for the current year. 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. 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.

The sponsor of an unsuccessful applicant may request that the Club members vote on the application at the next Club meeting. It will be necessary for ¾ vote of the membership, by secret ballot, present to elect the applicant. Applicants for membership who have been rejected by the Club may not reapply within six (6) months after such rejection.

Each applicant shall apply on a form approved by the Board of Directors, which shall provide, among other required information that the applicant agrees to abide by the Constitution and By-Laws of this club and the rules and regulations of the American Kennel Club. The applicant shall state the name, address and occupation of the applicant.

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.

b) By lapsing. A membership will be considered as lapsed and automatically terminated if such members dues remain unpaid 60 days after the first day of the fiscal year;

however, the Board may grant an additional 60 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 VI of these By-Laws.

ARTICLE II MEETINGS AND VOTING

SECTION 1 Club meetings: Meetings of the Club shall be held in the greater Charleston area on the fourth Tuesday of each month at such hour and place as may be designated by the Board of Directors. Written notice of such meeting shall be mailed or emailed, in accordance with AKC policy, at least 10 days prior to the date of the meeting. The quorum for such meetings shall be 20% of members 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 who 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 members of the Club who are in good standing. Such special meetings shall be held in the greater Charleston, South Carolina 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 such a meeting shall be mailed or emailed by the 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 in good standing.

SECTION 3 Board meetings: Meetings of the Board of Directors shall be held during the months of February, April, June, August, October and December, in the greater Charleston SC area, at such hour and place as may be designated by the Board. 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 request signed by at least three members of the Board. Such special meetings shall be held in the greater Charleston SC area at such place, date and hour as may be designated by the person authorized herein to call such meeting. Special Board meetings may be held via

teleconference, (in accordance with AKC policy), or at a physical location. Written notice of such meeting shall be mailed, or emailed, by the Secretary at least five (5) days and not more than 10 days prior to the date of the meeting or telegraphic notice shall be filed at least three days and not more than five 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 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 is pre-sent. Proxy voting will not be permitted at any Club meeting or election.

ARTICLE III DIRECTORS AND OFFICERS

SECTION 1 Board of Directors: The Board shall be composed of the President, first Vice President, Secretary, Treasurer and three other persons all of whom shall be members in good standing. The officers and three members shall be elected annually 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. No officer or Board member can hold the same office more than two consecutive years, except the Secretary and Treasurer, who may be reelected for additional terms annually.

Note: Second Vice President removed.

SECTION 2 Officers: The Club's officers, consisting of the President, First 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.

Note: Second Vice President removed.

a) The President shall preside at all meetings of the Club and of 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 Presidents shall have the duties and exercise the powers of the President in case of the President's death, 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, have charge of the correspondence, 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, 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 By-Laws.

d) The Treasurer shall collect and receive all monies due or belonging to the Club, shall deposit the same in a bank designated by the Board in the name of the Club. The books shall at all times be open to inspection of the Board and the Treasurer 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 shall render an account of all monies received and expended during the previous fiscal year. The Treasurer shall be bonded in such amount, as the Board of Directors shall determine.

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 31st 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 election at the next annual meeting.

SECTION 2 Annual Meeting. The annual meeting shall be held in the month of November at which officers, the Delegate to The American Kennel Club, and Board Directors 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 30 days after the election.

SECTION 3 Elections. The nominated candidate receiving the greatest number of votes for each office shall be declared elected. The three candidates for other positions on the Board who receive the greatest number of votes for such positions shall be declared elected. In case of a tie balloting occurs listing the tied candidates for that position. All officers and Board Directors are elected for a one-year term.

SECTION 4 Nominations. No person may be a candidate in a Club election who has not been nominated. During the month of August the Board shall select a Nominating Committee consisting of three members and two alternates, not more than one of who

may be a member of the Board.

a) The Committee shall nominate one candidate for each office (and for Delegate who may but not need to be an officer or Director of the Club), and four candidates for the four other 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 notify each member in writing of the candidates so nominated.

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

d) 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, trophies, 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 Any committee appointed 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.

SECTION 3 The functions of committees are outlined in policies and procedures manuals.

ARTICLE VI DISCIPLINE

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 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 \$50.00, 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 do not allege conduct, which would be prejudicial to the best interests of the Club, it may refuse to entertain jurisdiction.

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 voted of those present, reprimand or suspend the defendant from all privileges of the Club for up to but not more than six (6) months from the date of the hearing. And if it deems the 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, it's 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 sixty (60) days, but not earlier than thirty (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 findings and recommendations and shall invite the defendant, if present, to speak in his own behalf if he desires. The meeting shall then vote by secret written ballot on the proposed expulsion. A two-thirds (2/3) vote of those 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 ADJUSTMENTS

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 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 Secretary for a vote 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 two-thirds (2/3) vote of the members present and voting at a regular or special meeting called for the purpose, provided the proposed have been included in the notice of meeting and mailed to each member at least two weeks prior to the date of said meeting.

SECTION 3 No amendment to the Constitution and By-Laws adopted by the Club shall be-come effective until it has been approved by the Board of Directors of The American Kennel Club.

ARTICLE VIII DISSOLUTION

SECTION 1 Dissolution: The Club may be dissolved at any time by the written consent of not less than two-thirds (2/3) of its 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 or any proceeds thereof nor any assets of the Club shall be distributed to any members of the Cub. After payment of all debts of the Club, its property and assets shall be donated to charitable organizations 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 will admit, shall be as follows:

Change:

- a) Determine a Quorum,
- b) Minutes of the last meeting
- c) Minutes of the prior board meeting
- d) Report of the President / Board of Directors
- e) Report of Secretary
- f) Report of Treasurer
- g) Report of Committees (as appropriate)
- h) Election of Officers and Board (November 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 a majority vote of those present, shall be as follows:

- a) Minutes of the last Board meeting
- b) Report of Secretary
- c) Report of Treasurer
- d) Report of committees (as appropriate)
- e) Unfinished business
- f) New business
- g) Adjournment

ARTICLE X

PARLIAMENTARY AUTHORITY

SECTION 1:

The rules contained in the current edition of Robert's Rules of Order shall govern the Club in all cases to which they are applicable and in which they are not inconsistent with these By-Laws and other special rules of order the Club may adopt.

SECTION 2:

A Parliamentarian shall be appointed by the Board to act in an advisory capacity only.