

CONSTITUTION AND BYLAWS

KENAI KENNEL CLUB, INC.

REVISED: September 23, 1993, September 5, 2007, November 7, 2007, August 7, 2013, November 1, 2017, March 6, 2019, July 1, 2020, June 7, 2023, May 8th, 2024.

CONSTITUTION

NAMES AND OBJECTIVES

Section 1: The name of the Club shall be Kenai Kennel Club.

Section 2: The objectives of the Club shall be:

(A) To further the advancement of all breeds of purebred 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 all American Kennel Club events.

(C) To hold events under American Kennel Club Rules and Regulations for which the Club is eligible.

(D) To ensure training and education is completed to the standards of the class and AKC guidelines.

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 objectives.

BYLAWS

Article 1

MEMBERSHIP

Section 1: **Eligibility:** There shall be six types of membership, all of which require that the person(s) be in good standing with the American Kennel Club and subscribe to the purposes of this Club.

(1) Regular Member: Open to adults 18 years or older. This membership includes voting privileges, Club benefits, and holding office.

(2) Family Members: Open to 2 adult members and their children of the same household. This membership includes holding office and voting privileges for adult members. All Family Members are entitled to Club benefits.

(3) Junior Member: Open to ages 8 through 17 years, who have no voting privileges and may not hold office, but who are entitled to Club benefits. They may convert to regular membership upon reaching their 18th birthday.

(4) Associate Member: Associate Members have Club benefits, but no voting privileges and cannot hold office.

(5) Life Member: Open to individuals who have been members for not less than 20 years. This membership includes voting privileges, Club benefits, and holding office.

(6) Honorary Member: An individual who has made significant contributions to the Club. Honorary Members have Club benefits but no voting privileges and cannot hold office.

Active membership requires attending a minimum of three meetings per year, and participation in 2 events per year. 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. Associate Membership is available to those who reside fifty miles or more from the City of Kenai.

Section 2: **Dues:** The Board of Directors shall periodically review the annual Dues structure and make adjustments when they deem it necessary. The Dues structure is:

(1) Regular Member – Not greater than \$50.00 annually.

(2) Family Member – Not greater than \$75.00 annually.

(3) Junior Member – Not greater than \$25.00 annually.

(4) Associate Member – Not greater than \$40.00 annually.

(5) Life and Honorary Member: No dues.

No member may vote whose dues are not paid for the current official year which begins on January 1. Not less than 60 days prior to the end of the fiscal year, the Treasurer shall send to each member their statement of account with the Club including all membership dues for the ensuing year.

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 the Code of Ethics, Constitution, Bylaws, and Standard Rules of this Club, 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. They shall also be required to attend one recent general meeting before they are voted into membership.

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 following meeting, the application will be read again and voted upon by secret ballot. Affirmative votes of two-thirds 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 reapply within six months after such rejection.

Section 4: **Termination of Membership:** Memberships may be terminated:

(1) By Resignation. Any member in good standing may resign from the Club upon written notice to the Secretary.

(2) 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; however, the Board may grant an additional thirty 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.

(3) By Expulsion. Membership may be terminated by expulsion as provided in Article VI of these bylaws.

Article II

MEETINGS AND VOTING

Club and Board meetings shall be held at the Kenai Kennel Club facility as long as the facility is usable.

Meetings may be held in person and/or by methods in accordance with Alaska State Law - such as electronic, virtual, teleconference, or methods as may be developed and as designated by the Board.

Section 1: **Club meetings:** Meetings of the Club shall be held in person each month in Kenai or the greater Kenai Area at such hour as may be designated by the Board of Directors. The quorum of such meetings shall be fifteen percent of the voting members in good standing. The Secretary shall send notice of all regular Club meetings at least ten days prior to each meeting. The term "notice", "notification", or "notified" as used in these Bylaws is intended to be by either a written and mailed or an email action.

Section 2: **Special Club meetings:** Special Club meetings may be called by the President, or by a majority of the Board voting at a regular or special meeting and shall be called by the Secretary upon receipt of a written petition signed by at least five members of the Club who are in good standing. Club members shall be notified of such meetings by the Secretary at least five and not more than fifteen days prior to the meeting, and the purpose of the meeting shall be stated. No other Club business may be transacted thereat. The quorum for such a meeting shall be twenty percent of the Members in good standing.

Section 3: **Board meetings:** Meetings of the Board may be held each month (or as frequently as is necessary) in person in Kenai or the greater Kenai Area. The quorum for such a meeting shall be a majority of the Board. The Secretary shall send notice of all regular Board meetings to Board Members at least five days prior to each meeting. Board meetings are open to attendance by Club members unless an issue requiring an executive session is involved.

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 by at least three members of the Board. The Secretary shall notify Board Members twenty-four hours but no more than ten days prior to the meeting and the purpose of the meeting shall be stated. No other business shall be transacted thereat. A quorum for such a meeting shall be a majority of the Board. Board meetings are open to attendance by Club members unless an issue requiring an executive session is involved.

Section 5: **Voting:** Active members in good standing whose dues are paid for the current year shall be entitled to one vote per motion at any meeting of the Club at which they are 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 shall be comprised of the President, Vice President, Secretary and Treasurer and five other persons, all of whom shall be members in good standing and all of whom shall be elected for one-year terms at the Club's annual meeting as provided in Article IV.
- Each Board member shall serve until their successors are elected.
- General Management of the club's day-to-day affairs shall be entrusted to the Board of Directors and it may develop Standing Rules to facilitate that general management.
- The Board shall abide by all policies set by the membership.

Section 2: **Officers:** The Club's officers, consisting of the President, 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.

- 1) **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 Bylaws. The President will not vote except to break a tie.

2) **The Vice President** shall have the duties and exercise the powers of the President in case of the President's death, absence, or incapacity.

3) **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 officers and directors of their election to office, 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 Bylaws.

4) **The Treasurer** shall collect and receive all monies due and belonging to the Club. Monies shall be deposited 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 a report shall be given at every meeting on the condition of the Club's finances and every item of receipt of payment not before reported; and at the annual meeting, an accounting shall be rendered 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.

Section 3: **Vacancies:** Any vacancies occurring on the Board or among the Officers during the year shall be filled until the next annual election by a majority vote of all the then-active members of the Board at its first regular meeting following the creation of such a 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 thirty-first day of December. The Club's official year shall begin on the first day of January and end on the thirty-first day of December.

Section 2: **Annual Meeting:** The annual meeting shall be held in the month of November at which time Officers and Directors 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 January 1 and each retiring officer shall turn over to his successor in office all properties and records relating to that office prior to **January 1st.**

Section 3: **Elections:** The nominated candidate receiving the greatest number of member votes for each office shall be declared elected. The nominated candidates for other positions on the Board who 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 September, 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 Secretary shall immediately notify the committee 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 **October 1st.**

1) The Committee shall nominate one candidate for each office and five candidates for the five other positions on the Board. After securing the consent of each person so nominated, shall immediately report their nominations to the Secretary in writing.

2) Upon receipt of the Nominating Committee's report, the Secretary shall before the October meeting notify each member of the candidates so nominated.

3) Additional nominations may be made at the October meeting by any member in attendance provided that the person so nominated does not decline when their name is proposed and provided further that if the proposed candidate is not in attendance at this meeting, the proposed 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.

4) Nominations cannot be made at the annual meeting or in any manner other than as provided in this Section.

Article V

COMMITTEES

Section 1: **Standing Committees:**

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 that may well be served by committees. Such committees may be subject to the final authority of the Board. Committee appointments and terminations are made by the Board of Directors.

Section 1: **Special Committees:**

Special committees may also be appointed by the Board and/or membership to aid it on particular projects.

Article VI

DISCIPLINE

Section 1: **American Kennel Club Suspension:** Any member who is suspended from 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 \$100.00, which shall be forfeited if the hearing does not sustain such charges.

1) The Secretary shall promptly send a copy of the charges to each member of the Board and present them at a Board meeting.

2) The Board shall recommend the Membership form a special Disciplinary Committee comprised of at least two Board members and three active General Members, which will act in strict confidence.

3) The Committee shall first consider whether the actions alleged in the charges, if proven, might constitute conduct prejudicial to the best interest of the Club. If the Committee considers

that the charges do not allege conduct that would be prejudicial to the best interest of the Club, it may refuse to entertain jurisdiction. If the Committee entertains jurisdiction of the charges, it shall fix a date for a hearing by the Committee 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 certified mail together with a notice of hearing and an assurance that the defendant may personally appear in his own defense and bring witnesses if he wishes.

Section 3: **Hearing:** Should the charges be sustained, after hearing all the evidence and testimony presented by the complainant and defendant, the Committee will vote by secret ballot on the appropriate penalty to recommend to the club membership. A majority vote may recommend either a 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 recommend to the Membership that the penalty be expulsion. In such cases, the recommendation shall not restrict the defendant's right to appear before his fellow members at the ensuing Club meeting which considers the Committee's recommendation. The membership will vote by secret ballot. Immediately after the Committee has reached a decision, its findings shall be put in written form and filed with the Secretary. The Secretary will add the Committee recommendations to the agenda for the next meeting. The members will vote on the recommendations by secret ballot. After the membership's vote, the Secretary, in turn, shall notify each of the parties of the Committee's decision and penalty, if any. In the case of the Secretary being the accused, the Membership shall appoint an interim Secretary until the matter is resolved.

Section 4: **Expulsion:** Expulsion of a member from the Club may be accomplished only at a meeting of the Club following a disciplinary hearing and upon the Committee's recommendation as provided in Section 3 of this Article. Such proceedings may only 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 Committee's recommendation of expulsion. The defendant shall have the privilege of appearing on his or her own behalf, though no evidence shall be taken at this meeting. The President shall read the charges and the Committee's findings and recommendations and shall invite the defendant, if present, to speak on their own behalf if they wish. The members shall then vote by secret written ballot on the proposed expulsion. A two-thirds vote of those present and voting at the meeting shall be necessary for expulsion.

Article VII

AMENDMENTS

Section 1: **Amendments:** Amendments to the Constitution and Bylaws may be proposed by the Board of Directors or by written petition addressed to the Secretary signed by twenty percent of the voting 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 the recommendation of the Board by the Secretary for a vote within three months of the date when the Secretary received the petition.

Section 2: **Vote:** The Constitution and Bylaws may be amended by a two-thirds secret vote of the members present and voting at any regular meeting, provided the proposed amendments have been included in the notice of the meeting and emailed to each member at least two weeks prior to the date of the meeting.

Section 3: Effective date of Amendments: Bylaw amendments become effective once affirmatively voted on by the membership

Article VIII

DISSOLUTION

Section 1: **Dissolution:** The Club may be dissolved at any time by written consent of not less than two-thirds of the voting members in good standing. In the event of the dissolution of the Club, other than for the purpose 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 Membership.

Article IX

ORDER OF BUSINESS

Section 1: **Order:** 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 the President

Report of the Secretary

Report of the Treasurer

Reports of the Committees

Election of Officers and Board (annual meeting)

Election of New Members

Unfinished Business

New Business

Adjournment

Section 2: **Board Order:** 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 the last meeting

Report of Secretary

Report of Treasurer

Reports of Committees

Unfinished Business

New Business

Adjournment

Article X

PARLIAMENTARY AUTHORITY

Section 1: **Parliamentary Authority:** 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 special rules of order the Club may adopt.