

Constitution

Article I Name and Objects

Section 1

The name of the Club shall be "Providence County Kennel Club, Incorporated".

Section 2

The purposes of the Club shall be:

1. The further advancement of all breeds of pure-bred dogs.
2. To educate the public to an appreciation of a higher standard for pure-bred dogs.
3. To create harmony and a better feeling among breeders and dog owners by lending aid, encouragement, counsel and advice.
4. To sponsor legislation for the benefit of dog owners and their dogs.
5. To conduct dog shows and sanctioned matches and for any events for which the club is eligible under the rules and regulations of the American Kennel Club.

Section 3

The Club shall not be conducted or operated for profit, and any and all monies obtained by or through the said Club from any source whatsoever, shall not inure to the benefit of any individual, be it a member or non-member.

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.

By-Laws

Article I Membership

Section 1 *Classes*

There shall be four classes of membership:

1. Individual Member: Open to persons 18 years of age and older. They enjoy all club privileges including the right to vote and hold office.
2. Honorary Member: 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, but can maintain regular (or household) membership if they pay dues.
3. Junior Member: Open to children 10-17 years of age; a non-voting/non office holding membership which may automatically convert to regular membership at age 18.
4. Associate Member: Entitled to all club privileges except voting and office holding (offered to individuals who live outside of the club's area.)

Section 2 *Eligibility*

Eligibility for individual membership: All persons eighteen (18) years of age and older, who are in good standing with the American Kennel Club and who subscribe to the purposes of the Providence County

Kennel Club, Inc. may be eligible for individual membership.

Section 3 *Dues*

Dues for Individual Membership: Dues for individual membership shall be Twenty-Five and No/100 (\$25.00) dollars per year, payable on or before the first day of January of the calendar year, said calendar year beginning on the first day of January and ending on the 31st day of December. Any member whose dues have not been paid for the current calendar year shall not be entitled to vote or to enjoy any privileges and benefits of the Club. In order to avoid frequent bylaw amendments, an uppermost limit of \$35.00 is set for all membership types.

Section 4 *Election to Active Membership*

Each applicant for individual membership shall apply for such membership on a form provided by the Club and approved by the Board of Governors. The said form shall carry the endorsement of two members in good standing and provide that the applicant agrees to abide by the Constitution and By-Laws of the Providence County Kennel Club, Inc. The said application shall further state the name, address, and occupation of the applicant and it shall carry the endorsement of two active members of the said Club. A Twenty Five and No/100 (\$25.00) Dollar fee shall accompany each application for individual membership. The said Twenty Five and No/100 (\$25.00) Dollar fee shall include the payment of dues for the ensuing year. All applications are to be filed with the Secretary of the Club and each application is to be read at the first meeting of the Club following the receipt of the said application. The application for individual membership shall require a recommendation by the Board of Governors before being voted upon at the next regular meeting of the said Club following the first reading of the application. A vote of two-thirds of the individual members present, via secret ballot, at the said meeting shall be required for the acceptance of the said prospective member. Applications for membership who have been rejected by the club may not reapply within six months after such rejection.

Section 4-A *Honorary Membership*

Any person who has rendered valuable services to the Providence County Kennel Club, Inc. may be made an Honorary Member of the said Club in the following manner:

1. An affirmative vote of the two-thirds of all individual members present and voting at any regular meeting or any special meeting called specifically for this purpose, shall constitute a recommendation to the Board of Governors that an individual be elected an Honorary Member of the Providence County Kennel Club, Inc.
2. After such recommendation by the membership, the Board of the Governors may elect the prospective member to the Honorary Membership by a two-thirds vote of the Board of Governors.

Section 4-B

Honorary members shall have no vote at any meetings of the said Club, but shall enjoy all other privileges and benefits of the said Club.

Section 4-C

An individual elected to Honorary Membership shall be exempt from payment of dues.

Section 4-D

The individual elected to Honorary Membership shall have the right to accept or reject such membership by filing a written notice thereof to the Secretary of the Club.

Section 5-A *Junior Membership*

Eligibility for Junior Membership: All persons who have reached their ninth birthday (9) but have not yet reached their eighteenth (18) birthday and who subscribes to the purposes of the Providence County Kennel Club, Inc. may be eligible for Junior Membership.

Section 5-B

Dues for Junior Membership: Dues for Junior Membership shall be Fifteen and no/100 (\$15.00) dollars per year, payable on or before the first day of January of the calendar year, said calendar year beginning on the first day of January and ending on the 31st day of December. Any Junior Member whose dues have not been paid for the current calendar year shall not be entitled to enjoy any privileges and benefits of the club.

Section 5-C

Election to Junior Membership: Each applicant for Junior Membership shall apply for such membership on the same form that is used for individual membership, and shall include payment of dues for the current year. The application shall require a recommendation by the Board of Governors, before being voted upon at the next regular general meeting of the Club. A vote of three quarters (3/4) of the individual members present shall be required for the acceptance of the said prospective member.

Section 5-D

Junior Members shall have no vote at any meeting of the Club, but shall enjoy all other privileges and benefits of the Club.

Section 5-E

Junior Membership shall automatically change to Individual Membership on the Junior Members eighteenth (18) birthday, with no adjustment of dues until payment of dues is due for the following years Individual Membership, at which time dues will be twenty-five and 00/100 (\$25.00). At the time that the Junior membership is changed to an Individual Membership, voting privileges will be instated.

Section 6-A *Associate Membership*

Open to persons who are in good standing with the American Kennel Club or the Canadian Kennel Club. These members may not vote or hold office. Their dues are fifteen dollars (\$15.00) a year.

Section 7

The individual has the right to reject or accept the membership by filing a written notice to the Secretary.

Section 8 *Termination of Membership*

1. *Resignation:* Any member in good standing may resign from the Club upon written notice to the Secretary. Such resignation shall become effective immediately. A resignation submitted by any

member who is in debt to the said Club for dues shall not be accepted. Obligations other than dues are also considered a debt to the club and must be paid prior to resignation .

2. *Lapsing*: An individual membership will be considered lapsed and automatically terminated, if such member's dues remain unpaid for a period of thirty (30) days after the first due date which shall be the first day of January in the calendar year, provided however, that the board of Governors in their discretion may grant an additional sixty (60) days of grace to such delinquent members in those cases, which, in the opinion of the Board of Governors, may deserve additional consideration. In no case may a member be entitled to vote at any club meeting whose dues are unpaid as of the date of that meeting.

3. *Expulsion or Suspension* A membership may be terminated by expulsion as provided in Article VI of these bylaws.

ARTICLE II Meetings and Voting

Section 1-A *Regular Club Meetings*

Regular meetings of the Club shall be held at a place within the Greater Providence area designated by the President, once monthly, with an optional break for the summer. There will be a minimum of ten (10) meetings a year.

Section 1-B *Meeting Notices*

Written notice of each regular meeting shall be mailed or emailed by the Secretary at least ten (10) days prior to the date of the meeting.

Section 1-C *Quorum*

Attendance of 20% of individual members shall constitute a quorum at all said regular meetings.

Section 1-D

The date of regular meetings may be changed by the President. Postponement of regular meetings shall be announced by the President by 1:00 p.m. of the scheduled meeting date. Notice of the new meeting date must be sent forthwith to each member by the Secretary via USPS or email at least 10 days prior to the date of the meeting.

Section 2-A *Special Club Meetings*

Special Club Meetings may be called by the President or by a majority vote of the members of the Board of Governors or upon written request of at least twenty per cent (20%) of individual members who are in good standing with the Club to be held in the Greater Providence area.

Section 2-B

Written notice of such special meeting shall be mailed or emailed by the Secretary to each member at least five (5) days prior to the time of the said meeting, and said notice shall state the purpose of the meeting and the place of the meeting. No other Club business may be transacted at the special meeting other than that for which the meeting was called.

Section 2-C

Attendance of twenty per cent (20%) of individual members in good standing shall constitute a quorum for any special meeting.

Section 2-D

The said meeting shall be held at an hour and a place as may be designated by the person or persons authorized herein to call such meetings.

Section 3-A *Board Meetings*

The Board of Governors shall meet at least six (6) times a year and may meet as many times in excess of six (6) meetings as they shall determine necessary. The quorum for a Board Meeting is a majority of the Board. They are to be held in the greater Providence area.

Section 3-B *Special Board Meetings*

Special Board meetings of the Board of Governors may be called by the President through notification by the Secretary to the members of the Board of Governors or upon the request to the President by any three (3) members of the said Board of Governors. They are to be held in the greater Providence area. Written notice of such meeting shall be mailed by the 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. The quorum for such a meeting shall be a majority of the board.

Section 4-A *Voting*

Each individual 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 the member is present.

Section 4-B *Voting by Proxy*

Voting by proxy shall not be permitted at any Club meeting or election.

Section 4-C

Voting for all elective offices shall be by written ballot.

Section 4-D

Upon a motion properly made, seconded and passed by unanimous voice vote, more than one application for membership can be voted upon in one ballot from each individual member present and voting.

Section 4-E

In the event that there should be but one nominee for any elective office, the Secretary, upon unanimous voice vote of the Club, shall be empowered to cast one ballot for the said candidate and the President shall declare the said candidate duly elected.

Section 4-F

Upon motion by any active member in good standing and seconded by any active member in good standing the vote upon any question properly before a meeting shall be by voice or written ballot.

Section 5

No more than one member of anyone household may hold elective office at any time.

Section 6

Minutes of all meetings shall be sent to all members via email, mail or posted on the club's website.

Article III Governors and Directors

Section 1-A *Board of Governors*

The Board of Governors shall be composed of the President, First Vice- President, Second Vice-President, Secretary, Treasurer, Delegate to the American Kennel Club, and five (5) other persons, making eleven (11) in all. They shall be elected for one year terms at the Club's Annual Meeting as provided for in Article II (Voting) and shall serve until their successors are elected.

Section 1-B

The general management of the Club's affairs shall be entrusted to the Board of Governors.

Section 1-C

At the Annual Club Meeting, the delegate to the American Kennel Club shall be elected for a one year term.

Section 2-A *Officers*

The Club's officers shall consist of the following:

President
First Vice-President
Second Vice-President
Secretary
Treasurer

- (a) The President shall preside at all meetings of the Club and the Board of Governors and shall perform all duties and shall possess all the powers normally appurtenant to the office of President in addition to those particularly specified in this Constitution and By-Laws.
- (b) The First Vice-President shall assist the President when called upon and shall perform other Duties assigned by the President or Board of Governors. In the absence incapacity of the President, the First Vice-President shall assume all of the duties, responsibilities and powers of the President. The First Vice-President will assist the President and Show Chairperson with any required responsibility for all Shows, Matches and Trials held under the auspices of the club.
- (c) The Second Vice-President shall assist the President when called upon and perform such duties assigned by the President or Board of Governors. In the absence or incapacity of the President and the First Vice-President, the Second Vice President shall assume all of the duties, responsibilities and powers of the President. The Second Vice-President shall be primarily responsible for the scheduling of speakers and all meeting activities.
- (d) The Secretary shall assist the President and shall keep the minutes of all meetings of the Club and Board of Governors, conduct the correspondence, and have charge of and be responsible for all Club records and files not specifically entrusted to the Treasurer. The Secretary shall also notify applicants for membership of their election or rejection and perform such other duties as may be directed by the Club, Board of Governors or the President. The Secretary may with the approval of

the Board of Governors, appoint such assistants as may be necessary for the performance of the Secretarial duties.

(e) The Treasurer shall collect and receive all monies due or belonging to the Club and give receipts therefore. The Treasurer shall deposit the same in a bank satisfactory to the Board in the name of the Club. The Treasurer shall send each active member in November of each calendar year a statement of his dues for the ensuing year. The Treasurer's books shall at all times be open to the inspection of the Board of Governors. The Treasurer shall report to the Board of Governors at each of their meetings and shall report to the Club membership at any regular meetings the condition of the Club's finances or any item of receipt or payment not before reported; An annual audit will be performed by two officers or two club members, other than the Treasurer, designated by the President.

(f) AKC Delegate

1. The Delegate must be an active member of the Club.
2. The Delegate shall report to the Club or the Board of Governors as the occasion requires.
3. The Delegate shall attend regularly the Delegates' Meetings of the American Kennel Club and shall make a complete report to the Providence County Kennel Club at their next regular meeting following the Delegates attendance at the American Kennel Club meetings.
4. The Delegate shall keep the Club informed of the proceedings of the American Kennel Club. The incumbent delegate shall remain in an active capacity until the newly elected delegate shall have been approved and accepted by the American Kennel Club.
5. The Delegates expenses for such attendance at meetings of the American Kennel Club shall be defrayed by the Club after approval by the Board of Governors.

Section 2-B

All officers shall keep the President informed of the activities of their office.

Section 2-C

In the absence of the President, First Vice-President and/or Second Vice-President, any member may be chosen to preside at a meeting of the club.

Section 2-F

The aforementioned officers shall serve in their respective capacities both with regard to the Club and its meetings and the Board of Governors and its meetings.

Section 3 *Vacancies*

Any vacancies occurring on the Board of Governors 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 vacancies, 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 Fiscal Year*

The Club Fiscal Year shall begin on the 1st day of June and end on the 31st day of May of the ensuing Year. The Club's official year shall begin immediately at the conclusion of the election at the Annual Meeting in May and shall continue through the election at the next Annual Meeting. The Club's calendar year shall begin on the 1st day of January and end on the 31st day of December.

Section 2 *Annual Meeting*

The Annual Meeting of the Club shall be held concurrent with the regular May meeting at which the delegate to the American Kennel Club, officers and Governors for the ensuing year shall be elected by secret written ballot from those nominated in accordance with the provision for the nomination hereinafter contained in this Article. They shall take office immediately upon the conclusion of the election and each retiring officer shall return over to his successor in office all properties and records relating to that office within thirty (30) days after the election.

Section 3 *Elections*

The nominated candidate receiving the greatest number of votes for each office shall be elected. The five (5) nominated candidates for other positions on the Board of Governors 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 February, 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, in writing, shall immediately notify the committeemen 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 March 1. The Secretary, in writing, at least 2 weeks prior to the April meeting, shall include a list of the nominees with the notification of the April meeting (on or before April 15), at which additional nominations can be made.

- (a) The committee shall nominate one candidate for each office, including the Delegate and 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, at least two weeks before the April meeting, notify each member in writing of the candidates so nominated.
- (c) Additional nominations may be made at the April 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 proposer shall present to the Secretary a written statement from the proposed candidate signifying 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 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, trophies, auditing, 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 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 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 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 interest of the Club. Written charges with specifications must be filed in duplicate with the Secretary together with the deposit of Twenty-Five (\$25.00) Dollars which shall be forfeited if such charges are not sustained. The Secretary shall notify the Board which shall meet and fix a date of a Board hearing not less than three (3) weeks, or more than six (6) weeks thereafter. The Secretary shall promptly notify the Board which shall meet and fix a date of a Board hearing not less than three (3) weeks, or more than six (6) weeks thereafter. The Secretary shall promptly send a copy of the charges to the accused member by registered mail together with a notice of the hearing and assurance that the defendant may personally appear in his own defense and bring witnesses if he wishes.

Section 3 *Board Hearing*

The Board of Governors 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 the complainant and defendant, the Board may, by a majority vote of those present, suspend the defendant from all privileges of the Club for not more than six (6) months from the date of the hearing, and if it determines that punishment is 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 fellow members at the ensuing Club meeting which considers the Board 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 decisions 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 hereinbefore provided. Such proceedings shall 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 though no evidence shall be taken at the meeting. The President shall read the charges and the Board's findings and invite the defendant if present to speak. The meeting shall then vote by a secret written ballot on the proposed expulsion. A two-thirds vote of those present at the meeting shall be necessary for expulsion. If the expulsion is not so voted, the Board suspension shall stand.

Article VII Amendments

Section 1

Amendments to the Constitution and By- Laws may be proposed by the Board of Governors or by written petition addressed to the Secretary and signed by twenty (20) per cent of the active membership in good standing. Amendments proposed by such petition shall be promptly considered by the Board of Governors 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 vote of the members present and voting at any regular or special meeting called for this purpose, provided that notice of the meeting is mailed to each member at least two weeks prior to the date of the meeting. Included in that mailing will be written notice of the proposed amendments.

Section 3

No amendments to the Constitution and By-Laws 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

The Club may be dissolved at any time by the written consent of not less than two- thirds of the active members. In the event of the dissolution of the Club whether voluntary or involuntary or by operation of law, none of the property of the Club nor any assets of the Club shall be distributed to any members of the Club, but after payments of the debts of the Club, its property and assets shall be given to one or more charitable organizations for the benefit of dogs as selected by the Board of Governors.

Article IX Order of Business

Section 1 *Order of Business Meetings*

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:

Call meeting to order
Guest Speaker
Report of Board
Report of President
Report of 1st Vice-President
Report of 2nd Vice-President
Report of Secretary
Report of Treasurer
Report of Committees (standing and special)
Communication and bills
Proposals for membership
Introduction of guests or prospective applicants
Unfinished business, new business
(At Annual Meeting: election of offices, Board and Delegate to the American Kennel Club, also
installation of officers.)
Adjournment

Section 2 Order of Board Meetings

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

Reading of minutes of last meeting
Report of Secretary
Report of Treasurer
Reports 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.

Article IX

Section 1 *Bonds*

The Board of Governors and Officers of the club shall be bonded by a recognized surety company.