

## Article I – Name and Objects

### Section 1. The name of this Club shall be Sherwood Dog Training Club

### Section 2. The purpose of this Club is:

- (a) to promote the training of purebred dogs;
- (b) to disseminate knowledge regarding obedience training;
- (c) to encourage the education and training of obedience judges
- (d) to hold and support obedience trials, matches and all AKC events for which the club is eligible under the rules and regulations of the American Kennel Club
- (e) to promote cooperation and good sportsmanship among its members in the training and exhibition of dogs under the rules and regulations of the American Kennel Club

### 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 I: Membership

**Section 1. Eligibility.** There shall be different types of membership open to persons who are in good standing and who subscribe to the purposes of this club.

*Regular membership* - Open to all persons 18 years of age and older. Members are entitled to all privileges of the club, including voting and office holding.

*Household membership* – Open to all persons of a household 18 years of age and older. Members are entitled to all privileges of the club, including a maximum of 2 votes per household and office holding.

*Lifetime Membership* - This status is conferred by a vote of the Board and announced at the Annual Meeting. Candidates for Lifetime Membership must already hold Regular Membership. Nominations for Lifetime Membership may be made in writing to the Secretary, giving the reason for this honor, at least four months prior to the Annual Meeting. Basic qualifications for this type of membership are making an important and lasting contribution to the Club in a form other than holding office, such as long and varied service to the Club. Lifetime Members pay no dues and enjoy all the privileges of the Club including the right to vote and to hold office.

*Associate Membership* - Offered to individuals who are 18 years of age or older are entitled to club privileges except holding office and voting.

*Honorary Membership* - Honorary members shall be persons placed in this class by unanimous vote of the Board. They enjoy the privileges of the Club except that they do not pay dues are ineligible to vote or hold office. Such members may maintain individual membership upon payment of dues.

*Junior Membership:* Open to persons 10 through 17 years of age, who cannot vote or hold office. Junior Members pay dues at a reduced rate from that of Regular Members and may become Regular Members upon reaching their 18<sup>th</sup> birthday and so notifying the Secretary. Junior Members must be sponsored by an active member of the 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 annually by majority vote of the members. Regular Membership dues shall be set at no more than one-hundred dollars (\$100). No member may vote whose dues are not paid for the current year. The general membership shall be notified of any change in dues and the basis for it by publication in the Club's newsletter or other written notice by October 1<sup>st</sup>.

**Section 3. Election to Membership.** Each new member shall fill out a membership and release 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, of the applicant. Accompanying the application, the prospective member shall submit dues payment for the current year. All applications are to be filed with the Secretary.

**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 member's dues remain unpaid 60 days 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 VI of these bylaws.

## **Article II: Meetings and Voting**

### **Section 1. Club Meetings.**

Meetings of the club shall be held each month within the greater Sherwood, Oregon area. Written notice of each such meeting shall be mailed and/or emailed by the Secretary at least 7 days prior to the date of the meeting. The quorum for such meetings shall be 10 percent of the 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 within the greater Sherwood, Oregon at such 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 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 percent of the members in good standing.

## **Section 3. Board Meetings**

Meeting of the board of directors shall be held each month within the greater Sherwood, Oregon area at such hour and place as may be designated by the board. Written notice of each meeting shall be mailed by the Secretary at least 5 days prior to the date of the meeting. The quorum for such a meeting shall be the 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 area at such hour and place as may be designated by the board. within the greater Sherwood, Oregon. The date and hour may be designated by the person authorized herein to call such meeting. 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.

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**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 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 officers and 2 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 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, 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 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.
- (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.
- (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. Will also keep a roll of the members of the club with their addresses, and carry out such other duties as are prescribed in these bylaws.
- (d) The Treasurer shall collect and receive all moneys due or belonging to the club. Each October and in house audit will be done with the treasurer and at least one other member.
- (e) The offices of Secretary and Treasurer may be held by the same person, in which case the board shall be comprised of 5 persons.

**Section 3. Vacancies.** Any vacancies occurring on the board or among the offices during the year shall be filled until the next annual election by a majority vote of all the then members of the board at its first regular meeting following the creation of such vacancy, or at a special board meeting called for that purpose; except that a vacancy in the office of 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 last 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 January, at which 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 immediately upon the conclusion of the election and each retiring officer shall turn over to the 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 2 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. 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 nominating committee meeting should be held by October 1. The Secretary 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 **November 15**.

(a) The committee shall nominate one candidate for each office need not be an officer or 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 **December** meeting, notify each member in writing of the candidates so nominated.

(c) Additional nominations may be made at the **December** 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.

(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 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 services have been terminated.

#### **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 \$25.00 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.**

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 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 Secretary signed by 20 percent 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 bylaws may be amended by a secret vote 2/3 of the members present and voting at any regular or special meeting called for the purpose, provided the proposed amendments have been included in the notice of the meeting and mailed to each member at least two weeks prior to the date of the meeting.

## 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.

Section 2. Upon the dissolution of the corporation, assets shall be distributed for one or more exempt purposes within the meaning of 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a court of the appropriate jurisdiction of the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations, as that court shall determine, which are organized and operated exclusively for such purposes.

## Article IX: Order of Business

**Section 1.** At meetings of the club, the order of business, so far as the character and nature of the meeting may permit, shall be as follows:

- Minutes of last meeting
- Report of President
- Report of Secretary
- Report of Treasurer
- Reports of committees
- Election of officers and board (at annual meeting)
- Election of new members
- Unfinished business
- New business
- Adjournment

**Section 2.** 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.

Original Bylaws adapted 9-2006, Amended at 9-2010 meeting with a 100% Yes Vote