



# **NEW RIVER VALLEY KENNEL CLUB**

## **CONSTITUTION**

### **Article I: Name and Objectives**

**SECTION 1.** The name of the Club shall be the **New River Valley Kennel Club.**

**SECTION 2.** The objectives of the Club shall be:

1. to further the advancement of all breeds of purebred dogs and to do all possible to bring their natural qualities to perfection.
2. to do all in its power to protect and advance the best interests of all breeds of purebred dogs and dog fanciers in all matters.
3. the dissemination of knowledge on all aspects of purebred dogs, their training, breeding, exhibition, health, and welfare.
4. to promote the training and breeding of purebred dogs.
5. to encourage and cooperate with individuals and other groups with similar purposes.
6. to support and hold sanctioned matches, dog shows, and obedience trials under the rules of the American Kennel Club.
7. to promote cooperation and good sportsmanship among its members in the training and exhibition of dogs.

**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 by-laws as may be required to carry out these objects.

## **BY-LAWS**

### **Article I: Membership**

**SECTION 1. Eligibility.** Membership shall be open to all persons who are in good standing with the American Kennel Club and who subscribe to the objectives and ethics of this Club. Membership shall be specified to be an Individual Membership, Household (for two [2] members of a household), or a Junior Membership (for persons between the ages of ten (10) and eighteen (18) years of age). In addition, Honorary Memberships may be awarded to individuals for extraordinary contributions to the Club at the recommendation of the Board of Directors and with a two-thirds (2/3) affirmative vote of the members present at the next Club meeting. Also, Lifetime Honorary Memberships may be awarded to individuals for extraordinary contributions to the sport of purebred dogs at the recommendation of the Board of Directors and with a two-thirds (2/3) affirmative vote of the members present at the next Club meeting.

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, the New River Valley of Virginia (Montgomery, Floyd, Giles, and Pulaski counties and the City of Radford).

**SECTION 2. Dues.** Annual membership dues shall be set by the Board of Directors with an affirmative vote by the majority of members present at a regular meeting of the club. Membership dues shall not exceed: Individual Membership \$45, Household \$55, and Junior Membership \$25 per year. There shall be no dues for Lifetime Honorary

Membership. Membership dues shall be payable on or before the first day of January of each year. During the month of November, the Corresponding Secretary shall send each member a statement of his/her dues for the following year. Any person accepted into membership, and paying dues after the first day of September of any year shall have his or her dues noted "Paid" for the following calendar year.

**SECTION 3. Election to Membership.** Each applicant for membership shall have attended a minimum of two (2) meetings and/or events of the club and shall apply on a form as approved by the Board of Directors which shall provide that the applicant agrees to abide by this Constitution, these Bylaws, the Club's Code of Ethics, and the rules of the American Kennel Club. The application shall include the name, address, phone number, and email address, of the applicant, and it shall carry the endorsement of two (2) members in good standing with the Club. Applications shall also be accompanied by payment of dues for the current calendar year.

All applications are to be filed with the Recording Secretary and each application shall 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 three-fourths (3/4) of the members present shall be required to elect the applicant.

Applicants for membership who have been rejected by the Club may reapply after six (6) months following such rejection.

**SECTION 4. Termination of Membership.** Membership may be terminated:

- a. by resignation. Any member in good standing may resign from the Club upon written notice to the Recording Secretary, but no member may resign when in debt to the Club. Dues obligations are considered a debt to the Club, and they become incurred on the first day of each calendar year.
- b. by lapsing. A membership will be considered as lapsed and automatically terminated if such member's dues remain unpaid by the first day of March; however, the Board of Directors may grant an additional ninety (90) days of grace to such delinquent members in meritorious cases. In no case may a person be entitled to vote at any 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 within the jurisdiction of the Club, a minimum of six (6) times a year, at such date, place, and hour as may be designated by the Board of Directors. Written notice of each meeting shall be sent by the Corresponding Secretary prior to the date of the meeting. The quorum for such meetings shall be twenty percent (20%) of the members in good standing.

**SECTION 2. Special Club Meetings.** Special Club meetings may be called by the President, or by a majority of the members of the Board of Directors who are present and voting at any regular or special meetings of the Board and shall be called by the Corresponding Secretary upon receipt of a petition signed by five (5) members of the Club who are in good standing. Such special meetings shall be held in the jurisdiction of the club at such place, date, and hour as may be designated by the person or persons authorized herein to call such meetings. Notice of such a meeting shall be sent by the Corresponding Secretary at least five (5) days and not more than fifteen (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 twenty percent (20%) of the members in good standing.

**SECTION 3. Board Meetings.** Meetings of the Board of Directors shall be held within the jurisdiction of the club at such place, date, and hour as may be designated by the Board of Directors. Notice of each such meeting shall be sent by the Corresponding Secretary at least three (3) days prior to the date of the meeting. The quorum for such a meeting shall be a majority of the Board of Directors.

**SECTION 4. Special Board Meetings.** Special meetings of the Board of Directors may be called by the President and shall be called by the Corresponding Secretary upon receipt of written request signed by at least three (3) members of the Board of Directors. Such special meetings shall be held within the jurisdiction of the Club, at such place, date, and hour as may be designated by the President/Corresponding Secretary. Notice of such

meetings shall be sent by the Corresponding Secretary at least three (3) days and not more than fifteen (15) days prior to the date of the meeting. 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 of Directors.

**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. Household members are each entitled to a separate vote so long as each person is present at the meeting. Proxy voting will not be permitted at any Club meeting or election. Junior Membership, Lifetime Honorary Membership, and Honorary Membership do not carry voting privileges, nor are they eligible for election to the Board of Directors except for Honorary members who have renewed their membership for subsequent years by paying the appropriate dues.

**SECTION 6. Parliamentary Procedure.** Any questions concerning parliamentary procedure at meetings of the Club shall be determined by reference to Robert's Rules of Order.

### **Article III: Directors and Officers**

**SECTION 1. Board of Directors.** The Board of Directors shall be comprised of the President, First Vice President, Second Vice President, Recording Secretary, Corresponding Secretary, Treasurer, and three other persons 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. Junior Members, Lifetime Honorary members, and Honorary Members shall not be eligible for election to the Board of Directors, except for Honorary Members who have renewed their membership for subsequent years by paying the appropriate dues.

**SECTION 2. Officers.** The Club's officers, consisting of the President, First Vice President, Second Vice President, Recording Secretary, Corresponding Secretary, and Treasurer shall serve in their respective capacities both regarding the Club and its meetings and the Board of Directors and its meetings.

- a. The President shall preside at all meetings of the Club and of the Board of Directors 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 First Vice President shall have the duties and exercise the powers of the President in case of the President's death, absence, or incapacity. The First Vice President shall also be chairperson for the Performance Committee.
- c. The Second Vice President shall have the duties and exercise the powers of the President in case of the President's and the First Vice President's death, absence, or incapacity. The Second Vice President shall also be chairperson for the Conformation Committee.
- d. The Recording Secretary shall keep a record of all meetings of the Club and of the Board of Directors and of all matters of which a record shall be ordered by the Club and carry out such other duties as are prescribed by these Bylaws.
- e. The Corresponding Secretary shall have charge of the correspondence, shall keep a roll of the members of the club with addresses and phone numbers, shall notify members of meetings, prepare, and send newsletters, notify new 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.
- f. The Treasurer shall collect and receive all monies due or belonging to the Club. He or she shall deposit the same in a bank designated by the Board of Directors, in the name of the New River Valley Kennel Club. The Club's books shall be at all times open to inspection by the Board of Directors, The Treasurer shall submit a report to the Club at every meeting of the condition of the Club's finances including every item of receipt and expenditure not before reported; shall report to the Corresponding and Recording Secretaries the receipt of each member's dues; and at the annual meeting, the Treasurer shall render an accounting of all monies received and expended during the 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 of Directors or among the Officers 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

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 First Vice President and the resulting vacancy in the office of First Vice President be filled by the Second Vice President and the resulting vacancy in the office of the Second 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 April at which time officers and directors for the ensuing year shall be elected by secret written ballot from among those nominated in accordance with Section 4 of this Article. The newly elected officers shall take office immediately upon the conclusion of the election. Each retiring officer shall turn over to his or her 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 declared elected. The three nominated candidates for other positions on the Board of Directors 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, who is not a member in good standing, who has not paid dues for the current year, who is a Junior Member, who is a Lifetime Honorary Member, or who is an Honorary Member who has not renewed membership by paying the appropriate dues. During the month of December, the Board of Directors shall elect a Nominating Committee consisting of three (3) members and two (2) alternates, not more than one of whom may be a member of the Board, and all of whom must be in good standing with the club, The Corresponding Secretary shall immediately notify the committee and alternates of their selection. The Board of Directors shall name a Chairman for the Nominating

Committee, and it shall be his or her duty to call a committee meeting which shall be held on or before the first day of February.

- a. The Committee shall nominate one candidate for each office and each position of director on the Board of Directors. After securing the consent of each person so nominated, the committee shall immediately report their nominations to the Corresponding Secretary in writing.
- b. Upon receipt of the Nominating Committee's report, the Corresponding Secretary shall, before February 15, notify each member in writing of the candidates so nominated.
- c. Additional nominations may be made at the March meeting by any member in attendance provided that the person so nominated accepts when his/her 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 his or her willingness to be a candidate. All candidates must be members in good standing at the time of the election. 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 of Directors may each year appoint standing committees to advance the work of the Club in such matters as 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 of Directors. Special committees may also be appointed by the Board of Directors to aid it on projects.

**SECTION 2.** Any committee appointment may be terminated by a majority vote of the full membership of the Board of Directors upon written notice to the appointee, and the Board may appoint successors to those persons whose service 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 interest of the Club or purebred dogs. Written charges with specifications must be filed in duplicate with the Recording Secretary together with a deposit of \$10 which shall be forfeited if such charges are not sustained by the Board of Directors following a hearing. The Recording Secretary shall promptly send a copy of the charges to each member of the Board of Directors or present them at a Board Meeting. The Board of Directors shall first consider whether the actions alleged in the charge, if proven, might constitute conduct prejudicial to the best interest of the Club or purebred dogs. If the Board of Directors considers that the charges do not constitute misconduct which would be prejudicial to the best interest of the Club or purebred dogs, it may refuse to entertain jurisdiction. If the Board of Directors entertains jurisdiction of the charges, it shall fix a date for a Board of Directors Hearing not less than three (3) weeks nor more than six (6) weeks thereafter. The Recording 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 or she so wishes.

**SECTION 3. Board of Directors Hearings.** The Board of Directors 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 of Directors 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. If the Board of Directors deems that punishment, it may also recommend to the membership that the penalty be expulsion. In such cases, the suspension shall not restrict the defendant's right to appear before his or her fellow members at the ensuing Club meeting which considers the Board of Directors' recommendation. Immediately after the Board has reached a decision, its finding shall be put in written form and filed with the recording

Secretary. The Recording Secretary in turn shall notify each of the parties of the Board of Directors' 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 of Directors' hearing and upon the Board of Directors' recommendation as provided in Section 3 of this Article. Such proceedings may occur at a regular or a 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. The defendant shall have the privilege of appearing on his or her own behalf if he or she wishes. The meeting shall then vote by secret written ballot on the proposed expulsion. A two-third (2/3) vote of those present and voting at the meeting shall be necessary for expulsion. If expulsion is not so voted, the Board of Directors' 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 Recording Secretary and 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 within three (3) months of the date when the petition was received by the Recording Secretary.

**SECTION 2.** The Constitution and Bylaws may be amended by a two-third (2/3) vote 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 sent to each member at least fifteen (15) days prior to the date of the meeting.

## **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 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 or any proceeds thereof nor any assets of the club shall be distributed to any members of the Club. 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 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:

- a. Call to Order
- b. Welcome & Introduce Guests
- c. Roll Call & Attendance
- d. Recording Secretary's Report – Reading of Prior Meeting's Minutes
- e. President's Report
- f. Corresponding Secretary's Report
- g. Treasurer's Report
- h. Committee Reports
- i. Election of Officers and Board of Directions (Annual Meeting)
- j. Election of New Members
- k. Old Business
- l. New Business
- m. Brags
- n. Adjournment

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

- a. Call to Order
- b. Welcome & Introduce Guests
- c. Roll Call & Attendance
- d. Recording Secretary's Report – Reading of Prior Meeting's Minutes
- e. President's Report
- f. Corresponding Secretary's Report
- g. Treasurer's Report
- h. Committee Reports

- i. Election of Officers and Board of Directions (Annual Meeting)
- j. Election of New Members
- k. Old Business
- l. New Business
- m. Brags
- n. Adjournment

*Adopted on April 9, 2019*