

HATBORO DOG CLUB, INC.

CONSTITUTION

ARTICLE I

NAME AND OBJECT

SECTION 1. The name of this organization shall be the “HATBORO DOG CLUB, INC.”, hereinafter called the 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 dog shows, obedience trials, and to encourage a sportsmanlike competition at such events
- c) to conduct sanctioned matches, dog shows, obedience trials, and any other 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 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 and shall exist under the laws of the Commonwealth of Pennsylvania.

SECTION 4. The members of the Club shall adopt and may from time to time revise such By-Laws and Standing Rules as may be required to carry out these objectives.

BY-LAWS

ARTICLE I

MEMBERSHIP

SECTION 1 ELIGIBILITY There shall be four (4) types of membership open to all persons eighteen (18) years of age and older and one (1) type of membership open to all persons under the age of eighteen (18) years who are in good standing with the American Kennel Club and subscribe to the purposes of this club.

(a) REGULAR/INDIVIDUAL - Enjoys all club privileges including the right to vote and hold office.

(b) HOUSEHOLD – Two (2) adult members residing in the same household. Each is eligible to enjoy all the Club privileges including the right to vote and hold office.

(c) HONORARY – An individual who has made significant contributions to the Sport, Breed(s), or Club; Honorary members pay no dues and are not eligible to vote, but can maintain Regular/Individual (or Household) membership if they pay dues.

(d) JUNIOR - Open to children under eighteen (18) years of age; a non-voting/non-office holding membership which may automatically convert to Regular/Individual membership at age eighteen (18). There shall be no additional dues collected until the next fiscal year. Junior members who convert to regular/Individual membership will not require sponsorship.

(e) ASSOCIATE - Is a non-voting, non office holding membership entitling the person to all club notifications, attendance at meetings, and participation in club activities. It is

intended for people who live outside the greater Hatboro area, and those people living locally who are no longer active.

SECTION 2. DUES Membership dues shall not exceed \$ 60.00 for individuals and \$75.00 per household and will be set no later than September fifteenth (15th) by the Board for the following year. No member may vote whose dues are not paid for the current year. During the month of October, the Treasurer shall send to each member a statement of his dues for the ensuing year payable December 1st. Members elected to membership at the September, October, or November meetings shall not be required to pay dues for that current year, but shall pay dues for the following year.

SECTION 3. ELECTION TO MEMBERSHIP

(a) Each applicant for membership shall apply on a form as approved by the Board and which shall provide that the applicant agrees to abide by these Constitution and By-Laws, and the rules and regulations of the American Kennel Club. The application shall state the name, address, occupation of the applicant and any other information, as deemed necessary by the Board. It shall carry the endorsement of two (2) members in good standing and not of the same household. Accompanying the application, the prospective member shall submit the dues payment for the fiscal year.

(b) All applications are to be filed with the Recording Secretary and each application is to be read at the first meeting of the club following its receipt.

(c) At the next club meeting the applications shall be voted upon. Affirmative votes of 2/3 of the members present and voting by secret ballot at that meeting shall be required to elect the applicant.

(d) Applicants for membership who have been rejected by the Club may reapply six (6) months after rejection. Re-application shall follow the same procedure as original application.

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 Recording 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 sixty (60) days after the first day of the fiscal year; however, the board may grant an additional thirty (30) days of grace to such delinquent members in meritorious cases. In no case may a person, whose dues are unpaid, be entitled to vote at any meeting of the Club.

(c) by EXPULSION. A membership may be terminated by expulsion as provided for in Article VI of these By-Laws.

SECTION 5. REINSTATEMENT A former member may apply for reinstatement to membership provided that the lapse in membership is three (3) years or less. Applications for reinstatement shall be on a form approved by the Board. The Board shall consider the merits of the application and render its decision by simple majority. Members lapsing more than three (3) years will need to reapply as new members.

ARTICLE II
MEETINGS AND VOTING

SECTION 1. MEETINGS are defined as gatherings where attendees see and/or hear each other. This includes meeting (in person) “physically” in the same room or conducting a meeting by videoconference or teleconference. Videoconference and teleconference meetings apply only to meetings of the Board of Directors and not general membership meetings.

SECTION 2. EMAIL NOTIFICATION The Club may send members notification of club meetings, dues notices, minutes and newsletters, and board members notification of board meetings via email, provided that the member or board member has signed an authorization agreeing to this method of communication. Such authorization which is revocable, will also release the Club from any liability should the notification be received late or not received by the member or board member due to circumstances beyond the Club’s control.

SECTION 3. CLUB MEETINGS Meetings of the Club shall be held within the greater Hatboro area at least six (6) times per year. Written notice of each such meeting shall be sent by the Corresponding Secretary at least five (5) days prior to the date of the meeting. The quorum for such meetings shall be twenty percent (20%) of the members in good standing.

SECTION 4. 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, or by the Recording 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 within the greater Hatboro area and at such date, hour and place as may be designated by the person or persons authorized herein to call such meetings.

Written notice of a special 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 stating the purpose of the meeting. No other Club business shall be transacted thereat. The quorum for such meeting shall be twenty percent (20%) of the members in good standing.

SECTION 5. BOARD MEETINGS Meetings of the board of directors shall be held within the greater Hatboro area at least six (6) times per year at such an hour and place as may be designated by the Board. Written notice of each such meeting shall be sent by the Corresponding Secretary at least five (5) days prior to the date of the meeting. A quorum for such a meeting shall be a simple majority of the board, provided that at least two (2) Officers are present.

SECTION 6. SPECIAL BOARD MEETINGS Special meetings of the Board may be called by the President or by the Recording Secretary upon receipt of a written request signed by at least three (3) members of the Board. Such meetings shall be held within the greater Hatboro area at such date, hour and place as may be designated by the person authorized herein to call such meetings. Written notice of such meeting shall be sent by the Corresponding Secretary at least five (5) 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, provided that at least one (1) Officer is present.

SECTION 7. 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 membership meeting or election.

ARTICLE III
DIRECTORS AND OFFICERS

SECTION 1. BOARD OF DIRECTORS The Board shall be comprised of the President, Vice-President, Corresponding Secretary, Recording Secretary, Treasurer, and six (6) other persons all of whom shall be members in good standing. All officers shall be elected for a term of two (2) years at the Club's annual meeting, as provided in Article IV, and shall serve until their successors are elected. Directors shall be elected for a term of two (2) years, alternately three (3) to be elected in odd years and three (3) to be elected in even years, at the annual meeting. All Officers and Directors shall take office immediately following their election.

- (a) The Immediate Past President may serve without election for one (1) year in an advisory capacity.
- (b) The President shall be limited to four (4) consecutive terms in that office. The President may serve again in the same office after a lapse of two (2) years.
- (c) Club members may be elected to serve on the Board after serving one (1) year as a member in good standing of Hatboro Dog Club, Inc.
- (d) Candidates for the office of President and Vice president shall have been a member of the Board of Directors for at least two (2) years prior to serving office.
- (e) No individual may serve on the Board of Directors for more than five (5) consecutive terms.
- (f) 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, Recording Secretary, Corresponding Secretary and Treasurer, shall serve in their respective capacities both with regard to the Club and its meetings and 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. The President may serve as an ex-officio member of all committees except the Nominating Committee.
- (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 and perform such other duties as may be assigned to him by the President or the Board of Directors.
- (c) The RECORDING 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; shall also be custodian of the official club membership and Club seal. and carry out such other duties as are prescribed in these bylaws.
- (d) The CORRESPONDING SECRETARY shall 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 current membership list with their addresses, and carry out other duties as are prescribed in these bylaws.
- (e) The TREASURER shall collect and receive all monies due or belonging to the Club

and receipts therefore. 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 by the board and a report shall be given at every meeting on the condition of the Club's finances and every item of receipt or payment not before reported; and at the annual meeting an accounting shall be rendered of all monies received and expended during the fiscal year. The Treasurer shall be bonded in such an amount as the Board of directors shall determine to be necessary. The expense of such bonding is to be borne by the Club. The Treasurer shall report to the Board of Directors any and all members whose dues or other indebtedness remain unpaid.

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 the 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 of the office of the 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 December and end on the last day of November.

SECTION 2. OFFICIAL YEAR 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 3. ANNUAL MEETING. The annual meeting shall be held in the month of November, at which officers and directors for the ensuing term of office 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 4. ELECTIONS The nominated candidates receiving the greatest number of votes for each office shall be declared elected. The three (3) nominated candidates for other positions on the Board who receive the greatest number of votes for the such positions shall be declared elected.

SECTION 5. NOMINATIONS No person may be a candidate in a Club election without being nominated. During the month of September, the Board shall select a Nominating Committee consisting of three (3) members and two (2) alternates, not more than one (1) of whom may be a member of the board. The Corresponding Secretary shall immediately notify the committee and alternates of their selection. The Board shall name a chairperson for the committee and it shall be such person's duty to call a committee meeting which shall be held on or before the October point show, providing there will be sufficient time to allow the nominating committee's slate to be sent to the membership at least tow weeks prior to the October membership meeting.

(a) The committee shall nominate one (1) candidate for each office and three (3) candidates for the other three (3) open positions of the Board and after securing the consent of each person so nominated, shall immediately report their nominations to the President and the Recording Secretary in writing.

(b) Upon receipt of the Nominating Committee's report, the Recording Secretary shall, at least two (2) weeks prior to the October meeting, notify each member in writing of the candidates so nomination.

(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 provide further that if the proposed candidate is not in attendance at this meeting, his 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, and the additional nominations which are provided for herein may be made only from among those members who have not accepted a nomination from the Nominating Committee. Both the proposer and the proposed candidate must be in good standing.

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

ARTICLE V **AKC DELEGATE**

SECTION 1. The AKC Delegate will be appointed by the Board at its first meeting following the Club's annual meeting in November to a term of three (3) years. The delegate must meet the qualifications as required by Article VI of the AKC Bylaws.

SECTION 2. DUTIES The AKC Delegate shall

- (a) represent the Hatboro Dog Club
- (b) attend quarterly Delegate meetings and vote according to the wishes of the Club.
- (c) attend and/or participate with Delegate Standing Committees
- (d) bring the Club's proposals to the Delegates and/or Delegate Standing Committees
- (e) give a timely report to the Club on the actions taken at Delegate Meetings
- (f) act as ombudsman for Club members dealing with AKC

ARTICLE VI **COMMITTEES**

SECTION 1. The President, with Board approval, may each year appoint standing committees to advance the work of the Club in such matters as dog shows, obedience trials, trophies, annual awards, 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 President, with Board approval, to aid on particular projects.

ARTICLE VII **DISCIPLINE**

SECTION 1. AMERICAN KENNEL CLUB SUSPENSION Any member who is suspended from any privileges of the American Kennel Club automatically shall be suspended from the privileges of this Club for a like period.

SECTION 2. CHARGES An individual member may prefer charges against another individual member for alleged misconduct prejudicial to the best interests of the Club. Written charges with specifications must be filed in duplicate with the Recording Secretary together with a deposit of fifty dollars (\$50.00) which shall be forfeited if such charges are not sustained by the Board following a hearing. The Recording 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 of the Board not less than three (3) weeks nor more than six (6) weeks thereafter. The Recording Secretary shall promptly send one (1) copy of the charges and the specifications to the accused member by registered mail, return receipt requested, 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 the complainant and defendant, the Board may by a majority vote of those present, may suspend or reprimand the defendant from all privileges of the Club for not more than six (6) 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 a 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 findings 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's decision and penalty, if any.

SECTION 4. 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 procedures 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 finding and recommendation, and invite the defendant, if present, to speak in their 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 of Director's suspension shall stand.

ARTICLE VIII **AMENDMENTS**

SECTION 1. Amendments to the Constitution and By-Laws may be proposed by the Board of Directors or by written petition addressed to the Recording 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 Recording Secretary for a vote within three (3) months of the date when the petition was received by the Secretary.

SECTION 2. The constitution and bylaws may be amended by a 2/3 secret vote of the members present and voting at any regular or special meeting called for that purpose, provided the proposed amendments have been included in the notice of the meeting and mailed to each member by first class mail at least two (2) weeks prior to the date of the meeting.

SECTION 3. No amendment to the constitution and bylaws that is adopted by the club shall become effective until it has been approved by the Board of Directors of The American Kennel Club.

ARTICLE IX **DISSOLUTION**

The Club may be dissolved at any time by recommendation of the Board of Directors approved in writing by more 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 nor any proceeds thereof nor any assets of the club shall be distributed to any members of the Club, but after a payment of the lawful 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 X **ORDER OF BUSINESS**

SECTION 1. MEMBERSHIP MEETINGS. At meetings of the Corporation [Membership], 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 Recording Secretary
- Report of the Corresponding Secretary
- Report of the Treasurer
- Report of Committees
- Report of AKC Delegate
- Unfinished business
- Election of Officers and Board Members (Annual Meeting)
- Election of new Members
- New business
- Adjournment

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

- Minutes of last meeting

Report of Recording Secretary
Report of Corresponding Secretary
Report of Treasurer
Report of AKC Delegate
Report of Committees
Unfinished business
New business
Adjournment

| | |
|---------|---|
| Adopted | February 22, 1966 |
| Rev. | October 22, 1968 |
| Rev. | September 23, 1969 |
| Rev. | August 12, 1983 |
| Rev. | June 26, 1990 |
| Rev. | October 23, 2006 |
| Rev. | January 2, 2011 |
| Rev. | April 26, 2011 (approved by AKC Board of Directors on July 11, 2011) |