

Rogue Valley Kennel Club, Inc.
CONSTITUTION
ARTICLE I

This Constitution and Bylaws are subject to and governed by the Oregon Revised Statutes and the Articles of Incorporation of the Rogue Valley Kennel Club. In the event of a direct conflict between the provisions of this Constitution, these Bylaws and the mandatory provisions of the Oregon Revised Statutes, the Oregon Revised Statutes control.

Section 1. Name.

The name of the club shall be the ROGUE VALLEY KENNEL CLUB, INC. (RVKC).

Section 2. Objectives.

The objectives of the club shall be:

- A. To further the advancement of all breeds of purebred dogs;
- B. To conduct dog shows, obedience, rally trials, and agility events, tracking tests, sanctioned matches, and any other event for which the club is eligible under the Rules and Regulations of The American Kennel Club.
- C. To do all in its power to protect and advance the interests of purebred dogs by encouraging sportsmanlike competition at dog shows, obedience, rally and agility trials tracking tests, sanctioned matches, performance events and any other club-sponsored events;
- D. To encourage and promote obedience training;
- E. To support fair dog legislation;
- F. To promote public education in the proper care of dogs;

Section 3. Restrictions.

The club shall not be conducted or operated for a profit, and no part of the profits or remainder or residue from dues or donations to the club shall inure to the benefit of any member or individual.

Section 4. Adoption and Revision.

The members of the club shall adopt and may, from time to time, revise such bylaws as may be required to carry out these objectives.

BYLAWS
ARTICLE I
Membership

Section 1. Eligibility.

Membership is open to all persons 18 years and older and to persons between the ages of 9 and 18 years who are in good standing with The American Kennel Club and subscribe to the purposes of this club. No person shall be allowed to join RVKC if such person has been convicted of animal abuse at any time before applying for membership. 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.

Membership shall consist of five types:

(a) Regular Individual Membership

- 18 years of age or older
- Full voting privileges
- May hold office
- Counted towards quorum
- Entitled to all club benefits including club-paid awards

(b) Regular Household Membership Two persons

- Both persons: are 18 years of age or older
- Must reside in the same household
- Each has full voting privileges
- Each may hold office
- Each is separately counted towards quorum
- Each is entitled to all club benefits including club-paid awards

(c) Associate Individual Membership

- 18 years of age or older
- Not entitled to vote
- May not hold office
- Not counted towards quorum
- Dues less than the dues for a Regular Individual membership
- Not eligible for club-paid awards
- Shall not have petition rights

(d) Emeritus Membership

- A long-standing member of greater than 15 years who has made significant contributions to the sport or the club.
- Full voting privileges
- May hold office
- Counted towards quorum
- No dues
- Entitled to all club benefits including club-paid awards

(e) Junior Individual Membership

- At least 9 but less than 18 years of age
- Not entitled to vote
- May not hold office
- Not counted towards quorum
- No dues
- Eligible for club-paid awards
- Eligible for committees involving Juniors
- May convert to the appropriate membership upon reaching his/her 18th birthday

Section 2. Dues.

Membership dues for any type of membership (except for juniors) shall not exceed \$50.00 per year. The board of directors shall periodically evaluate dues and present any recommendations for change to the general membership. An increase in dues shall be controlled by a majority vote of the general membership

Section 3. Dues Notification.

During the month of October, the Treasurer shall send each member a statement of the dues for the ensuing year. This may be done by a monthly newsletter, electronic mail, or by first-class mail. Dues are payable on or before the first day of December. Any member who has not paid his or her dues by December 31st may reapply for membership at any time after six (6) months have elapsed.

Section 4. Election to Membership.

Each applicant for membership shall apply on a form as approved by the board of directors and which shall provide that the applicant agrees to abide by this constitution and bylaws and the rules of The American Kennel Club. The application shall state the name, address, telephone number, email address, and breeds owned by the applicant, and must be endorsed by two (2) persons who have been members in good standing for at least six (6) months. Accompanying the application, the prospective member shall submit dues for the current year.

If an applicant's membership is approved after September 30th of the calendar year, membership will be extended for the ensuing year. All applications shall be filed with the club Corresponding Secretary, and each application is to be read at the first meeting following its receipt. At the next club meeting, the application will be voted upon. Affirmative votes of two-thirds (2/3) of the members present and voting by secret ballot at that meeting shall be required to elect the applicants. Prospective members must be present at this meeting. Applicants for membership who have been rejected by the club may not reapply within six (6) months after such rejection.

Section 5. Termination of Membership.

1. 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.

2. BY LAPSING. A membership will be considered as lapsed and automatically terminated if such member's dues remain unpaid thirty (30) days after the first day of December.

3. BY EXPULSION. A membership may be terminated by expulsion as provided in Article VI of these bylaws.

ARTICLE II Meeting and Voting

Section 1. Club Meetings.

Meetings of the club shall be held within the greater Grants Pass, Oregon area , a minimum of 9 times per year, at such place, date, and hour as may be designated by the board of directors. Meetings may also be held electronically, virtually, via teleconference or video conference. Notice of each meeting must be given at least seven (7) days prior to the meeting date. Such notice may be given by inclusion in a club newsletter, electronic mail to club members, or by first-class mail, provided the method chosen affords timely notice to each member. A quorum for such meetings shall be twenty percent (20%) of the membership 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 club meeting or special meeting of the board, and shall be called by the Recording Secretary upon receipt of a petition signed by five (5) members of the club who are in good standing. Such special meeting shall be held within the greater Grants Pass, Oregon area, at such place, date, and hour as may be designated by the person or persons authorized herein to call such meetings. Meetings may also be held electronically or virtually via teleconference, or video conference.

The Corresponding Secretary shall give notice of such meeting at least five (5) and no more than fifteen (15) days prior to the date of the meeting. Such notice shall state the purpose of the meeting, and no other club business may be transacted. . Notice of special club meetings may be given by inclusion in a club newsletter, electronic mail to club members, or by first-class mail, provided the method chosen affords timely notice to each club member. 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 each month within the greater Grants Pass, Oregon area at such place, date and hour as may be designated by the board, except for the first annual meeting of the newly elected board of directors which will be held within two (2) weeks following the annual meeting at which they were elected. Meetings may also be held electronically, virtually, via teleconference or video conference. A quorum for such a meeting shall be a majority of the board. Meeting cancellation or change is subject to a majority vote of the board members.

Section 4. Special Board Meetings.

Special meetings of the board may be called by the President, and shall be called by the Corresponding Secretary upon receipt of a written request signed by at least three (3) members of the board. Such a meeting will be held in the greater Grants Pass, Oregon area at such place, date, and hour designated by the person authorized herein to call such meeting. Meetings may also be held electronically, virtually, via teleconference or video conference. The Corresponding Secretary shall notify each board member of such special meeting at least five (5) days and not more than ten (10) days prior to the date of such meeting. Said notice may be given by electronic mail or by first-class mail, or both, provided the method chosen affords timely notice to each board member. Any such notice shall state the purpose of the meeting, and no other business shall be transacted at said meeting. The quorum for such a meeting shall be a majority of the board.

Section 5. Voting.

Each voting 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. Proxy voting will not be permitted at any club meeting or election.

ARTICLE III
Directors, Officers, and AKC Delegate

Section 1. Board of Directors.

The board of directors shall consist of the President, Vice-President, Corresponding Secretary, Recording Secretary, Treasurer, and five (5) elected board members called Directors. The Officers and Directors shall each be elected for two-year terms. The President, Corresponding Secretary, and three (3) Directors shall be elected for a two-year term in odd-numbered years and Vice- President, Recording Secretary, Treasurer, and two (2) Directors shall be elected for a two-year term in even-numbered years. All Directors must be members in good standing and will be elected at the club's annual meeting as provided in Article IV and shall serve until their successors are elected. If the Corresponding Secretary and Recording Secretary positions are held by the same person, the combined secretary position will be elected in even-numbered years. General management of the club's affairs shall be entrusted to the board of directors.

Section 2. Officers.

The officers of the club, consisting of the President, Vice-President, Corresponding Secretary, Recording Secretary, and Treasurer, shall serve in their respective capacities with regard to 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 this Constitution and Bylaws. The President shall be authorized to co-sign all checks with the Treasurer. The President shall be without a vote except in case of a tie.
- b. The Vice-President shall have the duties and exercise the powers of the President in case of the President's absence, incapacity, or death.
- c. The Recording Secretary shall keep a record of all meetings of the club and of the board and all other matters of which the club shall order a record.
- d. The Corresponding Secretary shall have charge of the correspondence, notify members of special meetings, oversee notifying members of regular meetings, oversee the notification of new members of their election to membership, notify officers and directors of their election to office, keep a roll of the members of the club with their addresses, shall give a copy of all minutes to the President at least ten (10) days before the next meeting, and carry out such other duties as are prescribed in these Bylaws.

- e. The Treasurer shall collect and receive all moneys that are due or belonging to the club and shall deposit moneys in a financial institution designated by the board, in the name of the club. Expenditures of funds shall be made by the Treasurer under the authority granted by the board and/or a vote of the membership. The Treasurer shall furnish the President and Recording Secretary each with a profit and loss statement at each meeting. 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 previously reported. The Treasurer shall notify the Corresponding Secretary, or Membership Chairman if one has been appointed, immediately of dues paid. It is the Treasurer's responsibility to see that members are notified in a timely and appropriate manner when dues are due. The Treasurer shall be bonded in such amount as the board of directors shall determine. Premium for such a bond is to be paid from the club's funds.
- f. The prime responsibility of all Directors shall be to attend both the board meeting and the regular meetings. Any officer missing either board or regular meetings in three (3) consecutive months without just cause shall be replaced by board appointment. After missing two (2) such meetings, he/she shall be notified in writing of this rule by the Corresponding Secretary.

Section 3. AKC Delegate.

To be eligible to represent the club as Delegate to The American Kennel Club at its quarterly meetings, the candidate shall have been a member in good standing for at least two (2) years. The Delegate shall serve as liaison between the club and The American Kennel Club, and shall communicate all matters of interest and concern to the club's board of directors as soon as practical after each meeting of The American Kennel Club. The Delegate shall be elected by the general membership for a term of two (2) years, in odd-numbered years. He/she shall serve until his or her successor has been qualified and elected, unless he or /she voluntarily resigns or his or /her appointment is withdrawn by a two-thirds (2/3) vote of the membership.

Section 4. Vacancies.

Any vacancies occurring on the board or among the officers during the year shall be filled until the next annual election by a majority vote of all the then directors 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 the Vice-President shall be filled by the board of directors.

ARTICLE IV
Club Year and Annual Meeting

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 December, at which time Directors and Officers for the ensuing two year term, and the delegate to The American Kennel Club, shall be elected by a secret, written ballot from those nominated in accordance with Section 3 of this Article. They shall take office immediately upon conclusion of the annual meeting, and each retiring Officer shall turn over to the successor in office all properties and records relating to that office within thirty (30) days after election.

Section 3. Nominations.

No person who has not been nominated may be a candidate in a club election.

- a. During September, the board shall appoint a nominating committee which will consist of three (3) members (not more than one of whom may be a board member) and two (2) alternates. The Corresponding Secretary shall immediately notify the committee and the alternates of their selection. The board shall name a chairperson for the committee, and it shall be the chairperson's duty to call a committee meeting on or before the 15th of October.
- b. The nominating committee shall nominate from among the eligible members of the club one (1) candidate for each eligible office and each eligible director position on the Board of Directors. After securing the consent of each person so nominated the committee chairperson shall immediately report the nominations to the Corresponding Secretary.
- c. Upon receipt of the nominating committee's report, and at least two (2) weeks before the November meeting, the Corresponding Secretary shall notify each member by inclusion in a club newsletter, electronic mail to club members, or by first class mail, provided the method chosen affords timely notice to each club member of the candidates so nominated.
- d. Additional nominations may be made at the November meeting by any member in good standing in attendance, provided that the person so nominated does not decline when his/her name is proposed. If the proposed candidate is not present at the meeting, his/her proposer shall present to the Corresponding Secretary a written statement from

the proposed candidate signifying his/her willingness to be a candidate. No person may be a candidate for more than one position, with the exception of the Recording and Corresponding Secretaries, which may be held by the same person.

- e. Nominations cannot be made at the annual meeting or in any manner other than as provided in this section.

Section 4. Elections.

The nominated candidates receiving the greatest number of votes for each office shall be declared elected. The five nominated candidates for the other positions on the board who receive the greatest number of votes shall be declared elected.

ARTICLE V Committees

Section 1. Committees Appointed

The board may, each year, appoint standing committees to advance the work of the club in such matters as dog shows, agility trials, obedience trials, rally trials, tracking tests, , membership, and any other event for which the club is eligible under the Rules and Regulations of The American Kennel Club. Such committees shall always be subject to the final authority of the board.

Section 2. Termination of Appointments.

Any committee appointment may be terminated by a majority vote of the full membership of the board upon written/email 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 any of the privileges of The American Kennel Club shall be suspended automatically from the privileges of this club for a like period.

Section 2. Charges.

Any member may bring charges against a member for alleged misconduct prejudicial to the best interests of the club. Specific charges must be filed in writing in duplicate with the

Recording Secretary, together with a deposit of twenty-five dollars (\$25.00), which will be forfeited if such charges are not sustained by the board of directors following a hearing.

The Recording Secretary shall within three (3) days send a copy of the charges to each member of the board or present the charges at a board meeting. The directors shall first consider whether the actions alleged in the charges, if proven, would constitute conduct prejudicial to the best interests of the club. If the directors determine that the charges do not allege conduct that would be prejudicial to the best interests of the club, they may refuse to entertain jurisdiction. If the directors entertain jurisdiction of the charges, they shall fix a date for a hearing by the directors not less than three (3) weeks or more than six (6) weeks thereafter.

The Recording Secretary shall promptly send a copy of the charges to the accused member by registered or certified mail with a notice of the hearing and an assurance that the defendant may personally appear in his/her defense and bring witnesses if he/she wishes.

Section 3. Board Hearing

The board of directors shall have complete authority to decide whether legal 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 majority vote of those present, reprimand or suspend him/ her from all privileges of the club for not more than six (6) months from the date of the hearing.

If it deems either of those two punishments insufficient, the board 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/her fellow members at the ensuing club meeting, at which the recommendations of the board will be considered. Immediately after the board has reached a decision, its findings shall be put into written form and filed with the Recording Secretary, who shall, in turn, notify each of the parties of the board's decision and penalty, if any. If the charges are proven, the twenty-five-dollar (\$25.00) deposit will be refunded.

Section 4. Expulsion.

Expulsion of a member from the club may be accomplished only at the 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 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 on his/her behalf, though no evidence shall be taken at this meeting. The President shall read the charges and the board's findings and recommendations, and shall invite the defendant, if present, to speak on his/her behalf if he/she wishes. A majority vote (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 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 the 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 Recording Secretary.

Section 2.

The Constitution and Bylaws may be amended by a two-thirds (2/3) 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/emailed to each member at least two (2) weeks prior to the date of the meeting. The vote will be done by secret ballot.

Section 3.

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

ARTICLE VIII Dissolution

Section 1.

This club may be dissolved at any time by written consent of not less than two-thirds (2/3) of the membership in good standing. In the event of dissolution of the club other than for purposes of reorganization, whether voluntary or involuntary or by operation of the law, none of the property of the club or 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 charitable organizations for the benefit of dogs. The board of directors shall select such organizations.

ARTICLE IX
Order of business

Section 1. Meetings of the Club.

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: (Robert's Rules of Order Newly Revised, 12th edition)

- Call to order
- Roll Call (or sign-in)
- Introduction of guests
- Programs, speeches
- Minutes of the last regular meeting
- Secretary's report
- Call for receipts and bills
- Treasurer's report
- Election of officers and board of directors (at annual meeting)
- Petitions for membership and election
- Committee reports
- Unfinished business
- New business
- Adjournment

Section 2. Meetings of the Board of Directors.

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

- Call to order
- Minutes of the last board meeting
- Secretary's report
- Treasurer's report
- 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” 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 the club may adopt.