

AKC CONSTITUTION

ARTICLE I Name and Objects

SECTION 1. The name of the Club shall be Agility Club of San Diego, Incorporated.

SECTION 2. The Objects of the Club shall be to:

- (a) promote the training of pure-bred dogs;
- (b) disseminate knowledge regarding agility training;
- (c) conduct classes for the training of dogs and their handlers;
- (d) encourage the training of judges;
- (e) hold and support agility trials and sanctioned matches under the rules and regulations of The American Kennel Club;
- (f) promote cooperation and good sportsmanship among its members in the training and exhibition of dogs.

SECTION 3. The Club shall not conduct or operate 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.

SECTION 5. Unless the context requires otherwise, the general provisions, rules of construction and definitions in the California Nonprofit Law shall govern the construction of these Bylaws. Without limiting the generality of the preceding sentence:

- (a) The masculine gender includes the feminine and neuter, the singular includes the plural, the plural includes the singular, and the term “person” includes both a legal entity and a natural person.
- (b) The definition of “written” included for notification, consent, and approval purposes shall either physically written and delivered means (paper and physical delivery or presentation) or an electronic form using email (with or without attachments) to and from the email address registered with the Corporation for the member or Officer.
- (c) References to Roberts Rules of Order within the Bylaws shall mean the published version of the Roberts Rules of Order.

BYLAWS
ARTICLE I
Membership

SECTION 1. *Eligibility.* There shall be 2 (regular and junior) types of membership open to all persons who are in good standing with The American Kennel Club and who subscribe to the purposes of this Club.

- (a) A regular membership shall be open to all persons 18 years of age or older. A regular member shall enjoy all privileges of the club including voting and holding office.
- (b) A junior membership shall be offered to children (8 through 17 years of age) of regular members or sponsored by a regular member. Junior members shall pay reduced dues, shall not be eligible to vote or hold elective office, but shall be entitled to all other benefits of the club. They may automatically convert to regular membership upon reaching their 18th birthday.
- (c) While membership is to be unrestricted as to residence, the Club's primary purpose is to be representative of the exhibitors in its immediate area.

SECTION 2. *Dues.* Membership dues shall not exceed \$15.00 per year, payable on or before the 1st day of January of each year. No member may vote whose dues are not paid for the current year. During the month of November the Treasurer oversees that each member is sent a statement of dues for the ensuing year.

SECTION 3. *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 these constitution and bylaws and the rules of The American Kennel Club. The application shall state the name and address of the applicant and it shall carry the endorsement of two members in good standing. Accompanying the application, the prospective member shall submit dues payment for the current year.

- (a) All applications are to be filed with the Secretary and each application is to 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 two-thirds of the members present and voting by secret ballot at that meeting shall be required to elect each applicant.
- (b) Applicants for membership by the Club may not re-apply within six months after such rejection.

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. Dues obligations are considered a debt to the Club and they become incurred on the first day of each fiscal year.
- (b) *by lapsing.* A membership will be considered as lapsed and automatically terminated if such member's dues remain unpaid 90 days after the first day of the fiscal year; however, the Board may grant an additional 90 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

Meeting and Voting

SECTION 1. *Club Meetings.* Meetings of the Club shall be held in San Diego County at least every other month at such hour and place as may be designated by the Board of Directors. Written notice of each such meeting shall be mailed by the Secretary at least 10 days prior to the date of the meeting. The quorum for such meeting shall be 20 percent of the members.

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 in San Diego County at such place, 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 5 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.* Meetings of the Board of Directors shall be held every other month in San Diego County at such hour and place as may be designated by the Board. Written notice of each such 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 a majority of the Board.

SECTION 4. *Special Board Meetings.* Special Board meetings 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 in San Diego County at such place, date, and hour as may be designated by the person authorized herein to call such meetings. Written notice of such a meeting shall be mailed by the Secretary at least 5 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. A quorum for such a meeting shall be a majority of the Board.

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 for 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 (President, Vice-President, Secretary, and Treasurer) and three other persons, all of whom shall be members in good standing, and shall be elected for two-year terms at the Club's annual meeting as provided in Article IV, and shall serve until their successors are elected. From among the seven board members the board shall select a President, Vice-President, Secretary, and Treasurer to serve for one year. 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 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, keep a roll of the members of the Club with their addresses, and carry out such other duties as are prescribed in these bylaws. Also, responsible for notifying members of meetings and notifying new members of their election to membership.
- (d) The Treasurer shall collect and receive all moneys due or belonging to the Club. Moneys 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 of the Board and a report shall be given at every meeting of 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 moneys received and expended during the previous 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 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.

- (a) 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 November, at which time the Board of Directors for the ensuing 2 years shall be elected by the general membership by a secret ballot from among those nominated in accordance with Section 4 of this Article. The newly elected board members shall take office immediately upon the conclusion of the election, and the Board of Directors shall forthwith select the club officers for the following year immediately following the election. Each retiring board member 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 candidates receiving the greatest number of votes shall be declared elected to the Board of Directors.

SECTION 4. *Nominations.* No person may be a candidate in a Club election who has not been nominated. During the month of June, 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 shall immediately notify the committee members and alternates of their selection. The Board shall name a Chair for the Committee and it shall be such person's duty to call a committee meeting, which shall be held on or before August 1st.

- (a) The Committee shall nominate at least one candidate for each of the positions on the Board that are open each year, 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 two weeks before the September general meeting notify each member in writing of the candidates so nominated.
- (c) Additional nominations may be made at the September general 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 agility 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 any AKC-related 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 \$10 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 of a hearing by the Board not less than 3 weeks nor more than 6 weeks thereafter. The secretary shall promptly send one copy of the charges to the accused 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 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 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 the 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. 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 two-thirds 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 two-thirds 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 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 two-thirds of the members. 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.

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:

- Roll Call or Registration
- Approval of Minutes from the last meeting
- Report of President

Report of Secretary
Report of Treasurer
Reports of Committees
Elections of Officers and Board (at annual meeting)
Election of new members
Unfinished business
New business
Program
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:

Approval of Minutes from the last meeting
Report of President
Report of Secretary (applications, correspondence)
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.

Approved by the membership of the Agility Club of San Diego, Inc., 26 FEB 97.
Change 1 approved by the membership, 22, JULY 2004.
Change 2 approved by the membership, November 2006
Change 3 approved by the membership, November 2007
Change 4 approved by the membership, November 2008
Change 5 approved by the membership, March 2010