

ERIE KENNEL CLUB, INC.
P.O. BOX 2
ERIE, PENNSYLVANIA 16512

BY-LAWS

ARTICLE I
NAME AND OBJECTIVES

- Section 1 The name of the Club will be ERIE KENNEL CLUB, INC., located at 9457 Wattsburg Road, Erie, Pennsylvania, 16509.
- 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 all breeds of purebred dogs and to encourage sportsmanlike competition at dog conformation shows, companion events and performance events for which the club is eligible.
 - c To conduct sanctioned matches, dog conformation shows, companion events and such performance events as are governed by the rules of the American Kennel Club and for which the club is eligible.
 - d 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 objectives.
- 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.

ARTICLE II
MEMBERSHIP

- Section 1 **CLASSES OF MEMBERS:** There shall be two classes of members and six (6) types of membership: Individual, Life, Household, Junior, Associate, and Honorary.
- a **VOTING CLASS:**
 - (1) **INDIVIDUAL MEMBERSHIP:** Shall be open to all persons eighteen (18) years of age or older who are in good standing with the American Kennel Club and who subscribe to the purpose of this Club

and otherwise qualify for membership under the provisions hereinafter set forth, including children under the age of eighteen (18). Only the adult individual member shall be eligible to vote and/or hold office. 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.

(2) LIFE MEMBERSHIP: Dues-paying members in the Erie Kennel Club for a period of twenty (20) years shall be eligible for the status of Life Members and shall be exempt from payment of dues but shall retain their voting privileges.

(3) HOUSEHOLD MEMBERSHIP: Shall be open to 2 adult persons and any children under the age of eighteen (18) living in the same household, who are in good standing with the American Kennel Club and who subscribe to the purpose of this Club and otherwise qualify for membership under the provisions hereinafter set forth. A Household membership is allowed a maximum of 2 votes/office positions per household to individuals who are 18 years of age and older.

b NON-VOTING CLASS:

(1) JUNIOR MEMBERSHIP: Shall be open to all persons ages nine (9) to eighteen (18). Junior members shall not be eligible to vote or hold an office

(2) HONORARY MEMBERS: Honorary members shall be comprised of such persons who have rendered marked service to the advancement of the cause of purebred dogs and who shall be elected as such by the Board of Directors. Honorary members shall be exempt from payment of dues and shall not be eligible to vote or hold office.

(3) ASSOCIATE/NEWSLETTER MEMBER: Shall be open to all persons, but such member shall not be eligible to vote or hold office.

Section 2 DUES: Dues shall be paid yearly on or before September 1. At its April meeting, the Board of Directors shall set the amount of membership dues and initiation fee for the following fiscal year and such amounts shall be approved by the general membership. Maximum annual Individual dues shall be \$100, maximum Household membership dues shall be one and one-half (1 1/2) times Individual dues, maximum Junior and Associate/Newsletter membership dues shall be one-half (1/2) Individual dues. Maximum Non-refundable Initiation fee shall be 25% of current annual dues of the membership type indicated on the application.

At least thirty (30) days prior to September 1, the Treasurer shall send to each member a statement of his or her dues for the next year. Any member in default of dues shall not be eligible to vote at the annual meeting.

Section 3 ELECTION TO MEMBERSHIP:

- a Persons desiring to become members of the Erie Kennel Club shall sign a membership application and questionnaire as approved by the Board of Directors. The application shall contain an agreement that, if elected to membership, the applicant shall abide by the By-laws and rules of the Erie Kennel Club and the American Kennel Club, shall state the name and address of the applicant and carry the endorsement of two (2) active members in good standing who are NOT members of the same household. The prospective member shall submit a non-refundable initiation fee equal to 25% of the current annual dues with the application and shall attend two (2) regular club meetings within six (6) months after submission of the application before the application is acted upon. The requirement to attend two (2) meetings does not apply to Associate/Newsletter applicants.
- b All applications are to be filed with the Treasurer and published in the next regular club bulletin after the applicant has attended the required two (2) meetings. The Board of Directors will make recommendations on every application. Any objections must be filed with the Corresponding Secretary in writing within two (2) weeks after the publication in the newsletter. At the next membership meeting, the application will be voted upon and affirmative votes of two-third (2/3) of the members present and voting by secret ballot at that meeting shall be required to approve membership of the applicant. Applicants will be notified in person or in writing of acceptance or rejection as soon as possible following the meeting at which their application was considered. Current dues are payable by the Applicant upon election to membership. Applicants for membership who have been rejected may not reapply within six (6) months after such rejection.

Section 4 TERMINATION OF MEMBERSHIP: Membership may be terminated by:

- a RESIGNATION: Obligations other than dues are considered a debt to the club and must be paid in full prior to resignation. Any member in good standing may resign from the Club upon written notice to the Corresponding Secretary.
- b UNPAID FINANCIAL OBLIGATIONS TO THE CLUB:
 - (1) Dues obligations are considered a debt to the Club. Members not paying their dues by September 1 of the current fiscal year will be considered lapsed and will lose their voting and office-holding privileges.

- (2) Any member who has incurred financial obligations to the Club other than dues shall settle such obligations within thirty (30) days after a written request for payment or be subject to termination according to the procedures outlined in Article VII herein. Any person so terminated may reapply for admission to the club after settlement of obligations and a waiting period of 6 months. They must comply with application procedures as described in Article II, Section 3.

- c LAPSING: Any membership will be considered as lapsed and automatically terminated if such member's dues remain unpaid after September 1 of the fiscal year; however, the Board may grant thirty (30) days of grace to such delinquent members in meritorious cases. In no case may a person, whose dues are unpaid as of September 1, be entitled to vote at the September Annual Meeting. Lapsed members may reapply for membership after a waiting period of 6 months and they must comply with application procedures as described in Article II, Section 3.

- d EXPULSION: A member may be terminated by expulsion as provided in Article VII of these By-Laws.

ARTICLE III MEETINGS AND VOTING

Section 1 CLUB MEETINGS: Meetings of the Club shall be held a minimum of six (6) times per year in Erie County at such hour and place as may be designated by the Board of Directors. Written notice of each such meeting or cancellation of such meeting shall be sent at least five (5) days prior to the date of the meeting. The quorum for such meetings shall be twenty (20%) percent of the members in good standing.

Section 2 SPECIAL CLUB MEETINGS: Special club meetings may be called by the President, or by a majority of the Members 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 County of Erie, State of Pennsylvania, and at such hour and place as may be designated by the person or persons authorized herein to call the meeting. Written notice of such 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 (20%) percent of the members in good standing.

- Section 3 **BOARD MEETINGS:** Meetings of the Board of Directors shall be held a minimum of six (6) times per year in Erie County at such hour and place as may be designated by the Board. Written notice of each such meeting shall be sent at least ten (10) days prior to the date of the meeting. A quorum for such Board meeting shall be a majority of the Board members.
- Section 4 **SPECIAL BOARD MEETINGS:** Special meetings of the Board may be called by the President, or shall be called by the Secretary upon receipt of a written request signed by at least three (3) members of the Board. Such special meeting shall be held at such place, date and hour as may be designated by the person authorized herein to call such meeting. Notice of such meeting shall be sent by the Corresponding Secretary at least five (5) days and not more than ten (10) 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 meeting shall be a majority of the Board.
- Section 5 **VOTING:** Each voting class member in good standing whose dues are paid for the current year shall be entitled to one (1) vote at any meeting of the Club at which he or she is present. Proxy voting will not be permitted at any Club meeting or election.
- Section 6 **NOTICE:** Any notice, unless otherwise specified in these By-Laws, including meeting notifications, newsletters, dues notices, minutes of meetings, election to or rejection of membership, election to office, or any other notice required to be given to members in writing may be sent by U.S. mail, express delivery service, courier or email, providing 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.

ARTICLE IV DIRECTORS AND OFFICERS

- Section 1 **BOARD OF DIRECTORS:**
- a The Board shall be comprised of the President, Vice-President, Recording Secretary, Corresponding Secretary, Treasurer and four (4) other persons, who shall be elected at the Club's annual meeting as provided in Article V and shall serve until their successors are elected. General management of the Club's affairs shall be entrusted to the Board of Directors. All Board members and officers shall be elected for a two (2) year term.
 - b No member of the club shall serve as an officer or Director for more than two consecutive terms. Any officer or Director having served

two consecutive terms must retire for a period of at least one (1) year prior to running for office again. In cases where there are not a sufficient number of candidates qualified to be nominated by the committee, the term limitations shall not be applied.

Section 2 OFFICERS: The Club's officers, consisting of 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 to 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 the constitution and By-Laws.
- b The Vice-President shall have the powers and exercise the duties of the President in case of the President's death, absence or incapacity.
- c The Recording Secretary shall keep a record of all matters for which a record shall be ordered by the Club. He or she shall keep a roster of the members of the club with their addresses, and carry out such other duties as are prescribed by the Board of Directors.
- d The Corresponding Secretary shall have charge of the correspondence, notify members of meetings, notify new members of their election to or rejection of membership, notify officers and directors of their election to office, and carry out such other duties as prescribed by these By-Laws.
- e The Treasurer shall pay all expenditures after approval of the Board, shall receive all monies due or belonging to the Club and keep receipts. He or she shall deposit the same in a bank and he or she shall report at every meeting the condition of the Club's finances and every item or receipt of payment not before reported and, at the annual meeting, he or she shall render an account of all monies received and expended during the fiscal year. His or her books shall at all times be open to inspection of the Board and audited at the end of each fiscal year. The Treasurer is to prepare monthly a written report on the status of all financial transactions involving the funds of the Erie Kennel Club. This report is to be read to the members at each monthly meeting and one (1) copy, properly signed by the Treasurer, is to be submitted to the Club's Recording Secretary to be placed in a permanent file. Both the Treasurer and the President will be bonded in an amount agreed upon by the Board.
- f AKC Delegate: The AKC delegate is responsible for informing the Club on current AKC issues. When directed by the Board or the

Club, the delegate will vote as instructed. Board or Club approval must be obtained by the delegate if the Club is to incur any expenses for meeting attendance. The delegate is elected by the membership at the annual election for a two (2) year term.

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. Should any Officer or Director fail to attend two (2) consecutive Board meetings without just cause during a fiscal year, such Officer or Director may be removed from office by a two-third (2/3) vote of the Board and the same procedure for a vacant office shall follow.

ARTICLE V THE CLUB, ANNUAL MEETING, NOMINATIONS, ELECTIONS

Section 1 CLUB YEAR: The Club's fiscal year shall begin on the First day of October and end on the Thirtieth day of September.

Section 2 ANNUAL MEETING: The annual meeting shall be held in the month of September, at which Directors, officers, and AKC delegate, when applicable, for the ensuing year shall be elected by secret, written ballot from those nominated in accordance with Section 5 of this Article. They shall take office immediately at the conclusion of the Annual Meeting. Each retiring officer shall turn over to his successor, within thirty (30) days after the election, all properties and records relating to the office.

a ELIGIBILITY TO HOLD OFFICE: In order to be eligible to hold office in the Erie Kennel Club, all members must be certified by the Recording Secretary as having been in attendance for at least five (5) meetings during the period October through June of the current fiscal year and not having been in default of any financial obligations incurred in said year for a period of sixty (60) days. The Recording Secretary shall prepare printed ballots prior to the annual meeting in such manner as to provide ballots only for eligible members.

b Any member having paid his or her dues in a timely manner, as prescribed in the By-Laws, is a member in good standing and is eligible to vote.

Section 3 PROXIES: Proxy voting will not be permitted at any Club meeting or election.

Section 4 ELECTIONS: The nominated candidates receiving the greatest number of votes for each office or Board position shall be declared elected.

Section 5 NOMINATIONS:

- a During the month of June, 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 Secretary shall immediately notify the members of the Committee of their election to said Committee. The Board shall name a Chairperson for the Committee, and it shall be his or her duty to call a Committee Meeting and prepare a slate of candidates on or before August 1. Prior to said date, the Recording Secretary shall certify to the Chairperson a list of members who are eligible to hold office.
- b In even years, the Committee shall nominate one (1) candidate for the offices of President, Corresponding Secretary and Treasurer, and two (2) candidates for positions on the Board. In odd years, the Committee shall nominate one (1) candidate for the offices of Vice President, Recording Secretary and AKC delegate, and two (2) candidates for positions on the Board. The Committee shall obtain the acceptance of the nominees and report their nominations to the Secretary in writing before August 5. The incumbent delegate will function until the new delegate is accepted by AKC.
- c The Corresponding Secretary shall, at least two (2) weeks before the August meeting, notify each member of the candidates so nominated.
- d Additional nominations may be made from the general membership at the August meeting by any member in attendance provided that the person so nominated is in good standing and eligible to hold office and does not decline when his or her name is proposed; and provided further that, if the proposed candidate is not in attendance at this meeting, his nominator shall present to the Corresponding Secretary a written statement from the proposed candidate signifying his or her willingness to be a candidate.

ARTICLE VI COMMITTEES

Section 1 The Board may each year appoint standing committees to advance the work of the Club in such matters as dog conformation shows, companion events and performance events, 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. Committees may meet via teleconference call/videoconference.

a Conformation, Companion Event and Performance Event Committees: These Committees shall be in direct charge and responsible for all phases of the Club's show or event, subject however to the final authority of the Board.

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 VII DISCIPLINE

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

Section 2 CHARGES. Any member may proffer 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 Corresponding Secretary together with a deposit of Ten (\$10.00) Dollars, which shall be forfeited if such charges are not sustained. The Corresponding 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 amount to 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 meet and fix a date for a Board hearing not less than three (3) weeks nor more than six (6) weeks thereafter. The Corresponding 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/her own defense and bring witnesses if he/she wishes.

Section 3 BOARD HEARING. The Board shall have complete authority to decide whether counsel may attend the hearing, but both complainant and the defendant shall be treated uniformly in that regard. Should charges be sustained after hearing all evidence and testimony presented by 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 (6) months from the date of the hearing. And if it deems the

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 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 instruct the Corresponding Secretary to notify each of the parties of the Board's decision and penalty, if any, by certified mail.

Section 4 **EXPULSION:** Expulsion of a member from the Club may be accomplished only at a meeting of the Club following a Board hearing and upon the Board's recommendation as provided in Section 3 of this Article. Such proceedings may occur at a regular or special meeting of the Club to be held within 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/her own 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 in his/her own behalf if he/she wishes. The members shall then vote by secret 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's suspension shall stand.

ARTICLE VIII 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 twenty (20%) percent of the membership in good standing. The Board of Directors shall promptly consider amendments proposed by such petition.

Following board approval, proposed amendments shall be sent to AKC for approval. Once AKC offers commentary, which could include adjustments to the wording, or confirmation that the proposed wording is acceptable, the AKC approved changes are brought before the club's membership for a vote.

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 the purpose, provided the proposed amendments have been included in the notice of the meeting and sent to each member at least two (2) weeks prior to the date of the meeting.

Section 3 No amendment to the constitution and By-Laws 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

Section 1 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 the 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 X ORDER OF BUSINESS

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

- Introduction of new members and guests
- Reading of Minutes of the last meeting
- Report of the President
- Reports of the Secretaries
- Report of the Treasurer
- Reports of Committees
- Unfinished Business
- New Business
- Election of Officers and Board members (at annual meeting)
- Election of new members
- Adjournment

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

- Reading of Minutes of the last meeting
- Report of the Recording Secretary
- Report of the Treasurer
- Unfinished Business
- New Business
- Adjournment

ARTICLE XI 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 By-Laws and any other special rules of order the Club may adopt.