

Rocky Mountain Akita Club, Inc.

Constitution

Section 1: The name of the Club shall be Rocky Mountain Akita Club, Inc.

Section 2. The objectives of the Club shall be:

- A. To encourage and promote quality in the breeding of purebred Akitas and to do all possible to bring their natural qualities to perfection.
- B. To urge members and breeders to accept the standard of the breed as approved by The American Kennel Club as the only standard of excellence by which Akitas shall be judged.
- C. To do all in its power to protect and advance the interest of the breed by encouraging sportsmanlike competition at shows, performance and companion events.
- D. To conduct sanctioned and licensed specialty shows, performance and companion events under the rules of The American Kennel Club.
- E. To keep informed of issues pertaining to the Akita breed, taking action when appropriate in the areas of (but not limited to): public education, health, legislation, rescue and the AKC standard.

Section 3. The Club shall not be conducted or operated for profit. No part of any profits, remainder, residue from dues, or donations to the Club shall inure to the benefit of any member or individual.

Section 4. The members of the Club shall adopt and may from time to time revise such by-laws as may be required to carry out these objectives.

Rocky Mountain Akita Club, Inc.

By-Laws

ARTICLE I Membership

Section 1. Eligibility

There shall be two types of memberships: voting and non-voting.

A. Voting

Memberships are open to all persons eighteen years of age and older who are in good standing with the American Kennel Club and the Rocky Mountain Akita Club , and who subscribe to the purpose of the Club and shall include:

1. Individual membership
2. Family membership consisting of not more than two (2) adults 18 years of age or older, each adult having voting privileges

B. Non-voting

Junior memberships are open to persons under eighteen years of age. 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.

Section 2. Dues

Annual membership dues shall be: \$25.00 for an individual member, \$35.00 for a family membership, \$10.00 for a junior member; payable on or before the first day of October each year. No member may vote whose dues are not paid for the current year. During the month of August the Treasurer and/or Vice President will send to each member a statement of their dues for the ensuing year.

Section 3. Election to Membership

- A. Individual: Each applicant for individual membership shall apply on a form approved by the Board of Directors and which shall provide that the applicant agrees to abide by the by-laws, constitution and the rules of the American Kennel Club. The application shall state the name, address and e-mail 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.
- B. Family: Family membership shall be limited to immediate family consisting of not more than two adults, 18 years or older, and their minor children. Each adult will have voting privileges. Applicants for family membership shall have the same voting privileges as individual members, but will receive only one copy of any gratis Club publication. Applicants for family membership shall follow the same application procedure that applies to applicants for individual membership.
- C. Junior: Junior memberships are available to anyone under 18 years of age who do not qualify for part of a family membership. A junior member may not make

motions, vote, or hold office. Applicants for junior membership shall follow the same application procedure that applies to applicants for individual membership.

- D. All applications are to be filed with the VP and/or Treasurer. Each application is to be read at the first meeting of the Club following its receipt. All applicants must attend two Club meetings or Club events, not necessarily consecutive, but within one year after the Club receives said application. Upon receipt of an application with non-refundable application fee (equal to one year's dues), the Club membership shall be notified. At the second Club meeting attended, or at the next Club meeting after a Club event which qualifies as the second attendance, the application will be voted on and affirmative votes of $\frac{3}{4}$ of the members present and voting at that meeting shall be required to elect the applicant. The application fee will be applied as membership dues for that year for approved applicants. The attendance requirement shall be waived for all applicants residing outside a 100 mile radius of the Colorado State Capital Building.
- E. Applications for membership that have been rejected by the Club may not re-apply within a six month period after such rejection.

Section 4. Termination of Membership

Membership may be terminated:

- A. By resignation: Any member in good standing may resign from the Club upon written notice to the 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 October each year.
- B. By lapsing: A membership will be considered as lapsed and automatically terminated if such member's dues remain unpaid forty-five (45) days after the first day of October. However, the Board may grant an additional sixty days of grace to such delinquent members in meritorious cases. In no case may persons be entitled to vote at any Club meeting whose dues are unpaid as of October 1st. On or before October 15th, the Treasurer will notify the Vice President/ Membership Chair of any unpaid membership renewals. By the next Board meeting it will be the Vice President's responsibility to contact the members with unpaid renewals and report the findings to the Board.
- C. By expulsion: A membership may be terminated by expulsion as provided in Article VI of these By-Laws.

ARTICLE II Meetings and Voting

Section 1. Club Meetings

Meetings of the Club shall be held within a 100 mile radius of the Colorado State Capitol Building, at such date, hour and place as may be designated by the Board of Directors.

Section 2. Special Club Meetings

Special club meetings may be called by the President, or shall be called by the Secretary upon receipt of written request signed by at least five (5) members of the Club. Such special meetings shall be held at such a place, date and hour as may be designated by the person authorized herein to call such meeting. Notification shall be given of such meeting and be mailed by the Secretary at least five (5) days and not more than ten (10) days prior to the date of the meeting, or notice shall be filed at least three (3) days and not more than five (5) days prior to the date of the meeting. Notice of meetings can be e-mailed. Any such notice shall state the purpose of the meeting and no other business shall be transacted thereat. The quorum for such a meeting shall be 20% of the members in good standing. If an emergency vote is needed the American Kennel Club rules will be followed.

Section 3. Board Meetings

The first meeting of the Board shall be held as soon as possible following the annual meeting and election. Other meetings of the board of Directors shall be held at such hour and place as may be designated by the Board. Written notice of each meeting shall be given by the Secretary at least five (5) days prior to the date of the meeting (e-mail notice is acceptable). The quorum for such a 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 written request signed by at least three (3) members of the Board. Such special meetings shall be held at such a place, date and hour as may be designated by the person authorized herein to call such meeting. Notification of such meeting shall be mailed by the Secretary at least five (5) days and not more than ten (10) days prior to the date of the meeting, or notice shall be filed at least three (3) days and not more than five (5) days prior to the date of the meeting. Notice of meetings can be e-mailed. 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. If an emergency vote is needed the American Kennel Club rules will be followed.

Section 5. Voting

Each member in good standing whose dues are paid for the current year shall be entitled to one vote at any meeting of the Club at which he/she is present. Proxy voting will not be permitted at any Board, Special or General Club meeting and/or Election.

ARTICLE III Directors and Officers

Section 1. Board of Directors

The Board shall be comprised of President, Vice President, Secretary, Treasurer, and three (3) elected board members. All of the above shall be elected for two year staggered terms at the Club's Annual Meeting as provided in Article IV and shall serve until their successors are elected. The Historian and News Editor shall serve as non-voting members of the Board. General management of the Club's affairs shall be entrusted to the Board of Directors.

Section 2. Officers

The Club's elected officers, consisting of the President, Vice President, Secretary, Treasurer, and three (3) Board members shall serve in their respective capacities both with regard to the Club and its meetings and the Board and its meetings. Historian and News Editor are appointed by the Board and shall serve in their respective capacities with regard to the Club and its meetings and as non-voting members of the Board and its meetings.

- A. The President shall preside at all meetings of the Club and of the Board, shall have duties and powers normally appurtenant to the office of President in addition to those particularly specified in these By-Laws.
- 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. The Vice President also carries the duties of the Membership Chair position and will notify new members of their election to membership, keep a membership list of all members of the club with their contact information.
- C. The Secretary shall keep a record of all meetings of the Board and of the Club and all matters of which a record shall be ordered by the Club. He/she shall have charge of the correspondence, notify members of meetings, notify officers and directors of their election to office, and carry out such other duties as are prescribed in these By-Laws. The Secretary shall keep a record of all meeting attendees by name.
- D. The Treasurer shall collect and receive all monies due or belonging to the Club. He/she shall deposit the same in a bank satisfactory to the Board, in the name of the Club. The Treasurer's books shall at all times be open to inspection by the Board and he/she shall report to them at every meeting the condition of the Club's finances and every item of receipt or payment not before reported; and at the annual meeting he/she shall render an account of all monies received and expended during the previous year. The Treasurer must require that all checks be signed by two of the three signatures, those being the President, Vice President and/or Treasurer, after claim is presented and approved by the Board. The Treasurer shall be bonded in such amount as the Board of Directors shall determine.
- E. The Historian is an appointed position by the Board and shall be subject to the Board on all information he/she records and all information under his/her care shall not be given out without Board approval. The Historian shall have all non-voting privileges of the Board and have access to all Club records. He/she shall make an annual report of the Club's activities to be added to the historical record of the Club. The office of Historian may be held concurrently by another officer or Board member.
- F. The News Editor is an appointed position by the Board and shall be in charge of publishing and distribution of club information. The newsletter is at the Club's discretion.

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 immediately upon 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 Monday of October and end on the Sunday preceding the first Monday in October.

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 September at which Officers and Directors for the ensuing year shall be elected 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 his/her successor in office all properties and records relating to that office within thirty (30) days after the election.

Section 3. Elections

Election of Officers and Board of Directors shall be carried out by secret written ballot. The nominated candidate receiving the greatest number of votes for each office shall be declared elected. If the nominated slate is not contested, a voice vote by acclamation may stand in place of the written secret ballot.

Section 4. Nominations

No person may be a candidate in a Club election who has not been nominated. During the month of May the Board shall select a Nominating Committee consisting of three (3) members and two (2) alternates, not more than one of whom may be a member of the Board. The Secretary shall immediately notify the committee members and alternates of their selection. The Board shall name a Chairperson for the Committee and it shall be their duty to call a committee meeting which shall be held before the June meeting.

A. The staggered vacancy positions that are due to be filled by election will be chosen. The committee will nominate one person for each staggered position

available. After securing the consent of each person so nominated, the committee shall immediately report their nominations to the Secretary in writing.

- B. Upon receipt of the Nominating Committee's report (the slate) the Secretary shall before the July meeting notify each member in writing and/or electronically and/or in the newsletter of the candidates so nominated.
- C. Additional nominations may be made at the August meeting by any member in attendance provided that the person so nominated does not decline when his/her name is proposed, and provided further that if the proposed candidate is not in attendance at this meeting, his/her proposer shall present to the Secretary a written statement from the proposed candidate signifying his/her willingness to be a candidate. No candidate 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 shows, performance and companion 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 assist 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 the privileges of this Club for a like period. This member must notify the Club of his/her suspension immediately.

Section 2. Charges

Any member may bring charges against another member for alleged misconduct prejudicial to the best interest of the Club or the breed. Written charges with specifications must be filed in duplicate with the Secretary together with a deposit of \$25.00 .

The Secretary shall promptly send a copy of the charges to each member of the Board or present them at a Board meeting. 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 the charges do not allege conduct which would be prejudicial to the best interest of the Club, it may choose not to entertain jurisdiction of a hearing.

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 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 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 or her 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 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 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. The defendant shall have the privilege of appearing on his/her own behalf, though no evidence shall be taken at this meeting. The President shall read the charges and the Board's findings with recommendations and shall invite the defendant, if present, to speak on his/her behalf if he/she so wishes. The members present shall then vote by secret written 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 suspensions shall stand.

ARTICLE VII 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 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 recommendation of the Board by the Secretary for a vote within three (3) months of the date when the petition was received by the Secretary.

Section 2. The Constitution and By-Laws 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 sent to each member at least two (2) weeks prior to the date of the meeting.

ARTICLE VIII Dissolution

Section 1. Dissolution

The Club may be dissolved at any time by the written consent of not less than two thirds 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 meeting of the Club, the order of business, so far as the character and nature of the meeting may permit, shall be as follows:

- Recorded attendance by Secretary
- Minutes of Last Meeting
- Report of President
- Report of Vice-President
- Report of Secretary
- Report of Treasurer
- Reports of Committees
- Election of Officers and Board (annual meeting)
- Election of New Members
- Unfinished Business
- New Business
- 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 Last Meeting
- Report of Vice-President
- Report of Secretary
- Report of Treasurer
- Reports of Committees
- Unfinished Business
- New Business

Adjournment