

Keystone Labrador Retriever Club

Constitution

ARTICLE 1 – Name and Objectives

SECTION 1. The name of the club shall be the Keystone Labrador Retriever Club.

SECTION 2. The objectives of the club shall be:

- a) To encourage and promote quality in the breeding of pure-bred Labrador Retrievers 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 approved by the American Kennel Club, as the only standard of excellence by which Labrador Retrievers shall be judged.
- c) To do all in its power to protect and advance the interest in the breed by encouraging sportsmanlike competition at dog shows, obedience trials, hunt tests, field trials and agility trials.
- d) To conduct and/or support sanctioned and licensed specialty shows, obedience trials, hunt tests and matches under the rules and regulations of the American Kennel Club (AKC).
- e) To urge that members adhere to the AKC's Code of Sportsmanship, and KLRC's membership guidelines.

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.

SECTION 4. The Board shall adopt and members may from time to time suggest revisions to such by-laws as may be required to carry out these objectives.

By-Laws

ARTICLE 1 – Membership

SECTION 1. ELIGIBILITY: There shall be four types of membership open to all persons who are in good standing with the American Kennel Club and who subscribe to the objectives of this club. "Individual", "Household", "Associate", and "Junior" memberships.

- a) Individual - Enjoys all privileges of the Club including voting and holding office and must be 18 years of age or older.

- b) Household – Two adult members residing in the same household, each enjoys all privileges of the Club including voting and holding office and must be 18 years of age or older.
- c) Associate - Enjoys all privileges of the Club, except voting and holding office and must be 18 year of age or older.
- d) Junior – Individuals between 9 years and 17 years of age who presently own or have owned a Labrador Retriever or whose immediate family members own or have owned a Labrador Retriever. Enjoys all privileges of the Club, except voting and holding office. Junior members in good standing shall be admitted to regular membership automatically at age 18 without having to go through the acceptance process again.

SECTION 2. DUES: Membership dues shall be payable on or before the first day of March of each year. The amount shall be determined by a vote of the Club. No member may vote, run for office or compete for any club special award whose dues are not paid for the current year. During the month of January the Treasurer shall notify each member of his/her dues for the ensuing year.

SECTION 3. ELECTION TO MEMBERSHIP: Each applicant for membership shall apply on a form as approved by the Board and which shall provide that the applicant agrees to abide by this constitution and by-laws and the rules of the American Kennel Club. The application shall state the name, address and occupation of the applicant and shall carry the endorsement of two members in good standing. Accompanying the application, the prospective member shall submit dues payment for the current year.

All applications are to be filed with the Membership Coordinator and each application is to be read at the first meeting of the Board following its receipt. After the completion of a 30-day posting period, which is the time for current members to provide any information, recommendations, or objections that could impact the pending applicant, the application will be voted upon at the next Board meeting and affirmative votes of 2/3 of the Board members present shall be required to elect the applicant. Applicants for membership who have been rejected by the Board may not re-apply within six (6) months after such rejection. Applicant's monies will be held in escrow by Membership Coordinator until the application process has been completed.

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. Obligations other than dues 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 ninety (90) days after the first day of the fiscal year(January 1st), however, the Board may grant an additional grace period 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 by-laws.

ARTICLE II – Meetings and Voting

SECTION 1. CLUB MEETINGS: Regular meetings of the club shall be held at least six (6) times a year in the greater Malvern, PA area including all communities in Berks, Bucks, Montgomery, Chester and Delaware Counties thereof on such date, time and place as may be designated by the Board of Directors. Notice of each such meeting shall be given at least ten (10) days prior to the date of the meeting. The quorum for such meetings shall be 20% of the members in good standing. Any Club sponsored event may constitute a Club meeting.

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 (5) members of the club who are in good standing. Such special meetings shall be held at such date, hour and place as may be designated by the person or persons authorized herein to call such meetings. Notice of such meeting shall be given by the 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 20% of the membership in good standing.

SECTION 3. BOARD MEETINGS: Meetings of the Board of Directors shall be held at least six (6) times per year at such date, time and place as may be designated by the Board of Directors. Notification of such meeting shall be given by the Secretary at least five (5) days prior to the date of the meeting. The quorum for such meeting is the majority of the Board. General members can request to attend any Board meeting and will be placed on the agenda. The President has the option to close a portion or the entire Board meeting, as needed. Voting at Board meetings is limited to one vote per officer or elected Board member.

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 five (5) members of the Board. Such special meetings shall be held in the greater Malvern, PA area including all communities in Berks, Bucks, Montgomery, Chester and Delaware Counties, 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 given by the Secretary at least five (5) days and not more than ten (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 meeting shall be a majority of the Board.

SECTION 5. VOTING: Each full member in good standing whose dues are paid for the current year shall be entitled to vote at any General meeting of the club at which that member 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 President, Vice President, Secretary, Treasurer, and five (5) other persons, all of whom shall be full members in good standing. The President and Vice President shall be elected for two year terms. The Secretary and Treasurer shall be elected for two-year terms and five (5) Directors shall be elected for two year terms, as provided in Article IV, and shall serve until their successors are elected. The President and Vice President shall not be elected in the same year nor shall the Treasurer and Secretary be elected in the same year. The President and Treasurer shall be elected in odd years and the Vice President and Secretary shall be elected in even years. Three Directors shall be elected in even years and two Directors shall be elected in odd years. They shall be nominated and elected by the general membership. General management of the club's affairs shall be entrusted to the Board of Directors. Board members shall be expected to attend all Board meetings, participate in discussions, actively participate in club events and be willing to chair committees as requested by the Board. A Board member may resign at any time by notifying the Board President in writing.

SECTION 2. OFFICERS: The club's officers, consisting of President, Vice President, Secretary, Treasurer, shall serve in their respective capacities both with regard to the club and its meetings and the Board and its meetings. At no time shall any officer receive any compensation for the performance of any club duties. Officers shall be expected to attend all Board meetings.

a) The President shall:

1. 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 by these by-laws.
2. Appoint all committees, designate chairman of each with approval of the Board, and shall be an ex-officio member of all committees, except the Nominating Committee.
3. Monitor activity of committees (through communication with committee chairs) and report at meetings of the Board.
4. Call for Special meetings of the Board or Membership as needed.

b) The Vice President shall:

1. Have the duties and exercise the powers of the President in case of the President's death, absence or incapacity.
2. Assist the President in his/her duties.

3. Secure site for monthly meetings.
4. Secure speakers or presenters.

c) The Secretary shall:

1. Be responsible for the record keeping of all meetings, including the taking of minutes, typing them, distributing them to the Board, reading them at the next meeting and keeping them in a form accessible to members and the AKC.
2. Keep a permanent record of minutes, agendas, Treasurer's reports and membership.
3. Have a complete set of records to pass to the next Secretary.
4. Be responsible for all correspondence including, but not limited to, writing letters, receiving letters and reporting them at meetings.
5. Notify the membership of Special meetings (see Article 11).
6. Keep a roll of the members of the club with their addresses.
7. Respond to correspondence in a timely manner
8. Notify the selected members of the Nominating Committee of their selection
9. Notify officers and directors of their election to office.
10. Accept membership resignations
11. Accept written petition of amendments
12. Act as liaison with the AKC in sanctioning process.
13. Perform duties as specified in Article VI and elsewhere designated in these by-laws.

d) The Treasurer shall:

1. Collect and receive all monies due or belonging to the club. He/she shall deposit the same in a bank designated by the Board, in the name of the club. His/her books shall at all times be open to inspection of the Board, and shall report in writing 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 shall render an account of all moneys received and expended during the previous fiscal year.
2. The Treasurer shall be bonded in such amount as the Board of Directors shall determine.
3. Disburse funds only on the order of the Board of Directors or the membership.
4. Be a member of the Budget Committee
5. Maintain current insurance policies and special riders as needed.

SECTION 3. VACANCIES: Any vacancies, including resignations, occurring in 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 Board 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.

SECITON 1. THE CLUB YEAR: The club's fiscal year shall begin on the first day of January and end on the thirty-first day of December. The club's official year shall begin immediately at the conclusion of the election and shall continue through the next election.

SECTION 2. ANNUAL MEETING: The Annual Meeting shall be held in the month of March, at a place, date and time designated by the Board of Directors. At which time, Officers and Directors for the ensuing year shall be elected by secret, written ballot from among those nominated in accordance with Section 4 of this Article. They shall take office immediately upon the conclusion of the election and each retiring officer shall turn over to his or her successor in office all properties and records relating to that office within 30 days after the election. Voting by proxy shall not be permitted.

SECTION 3. ELECTIONS: The nominated candidate in a club election receiving the greatest number of votes for each office shall be declared elected. Of the nominated candidates for other positions on the Board, those who receive the greatest number of votes for such positions shall be declared elected.

SECTION 4. NOMINATIONS: No person may be a candidate in a club election who has not been nominated. Nominees must be full members in good standing. During the month of November, the Board shall select a Nominating Committee consisting of three (3) members and two (2) alternates, all in good standing, not more than one of whom shall be a member of the Board. The 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 that chairperson's duty to call a committee meeting which shall be held by December 1.

- a) The Committee shall nominate one (1) candidate for each office and one (1) candidate for each of the other positions on the Board, and after securing the consent of each person so nominated, shall report to the Secretary in writing. In order to be considered for an officer of the Board, the member must have served a minimum of one year on the Board.
- b) Upon receipt of the Nominating Committee's report, the Secretary shall immediately notify each member in writing of the candidates so nominated. The Secretary shall mail or email notice of the nominated candidates to each member at least 2 weeks prior to the January meeting.
- c) Additional nominations may be made at the January Club meeting by any member in attendance and in good standing, provided that the person so nominated does not decline when that member's name is proposed; and provided further that if the proposed candidate is not in attendance at this meeting, that member's proposer shall present to the Secretary a written statement from the proposed candidate signifying that member's willingness to be a candidate. No person may be a candidate for more than one position.

d) Nominations cannot be made in any manner other than as provided in this SECTION.

ARTICLE V – Committees

SECTION 1. The Board shall each year appoint standing committees to advance the work of the club in such matters as specialty shows, obedience trials, hunt tests, trophies, annual awards, membership, judges and other areas which may well be served by committees. Such committees shall always be subject to the final authority of the Board. Special committees for particular projects may be selected by the President and approved by 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 service has 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 automatically shall be suspended from all privileges of this club for a like period.

SECTION 2. CHARGES: Any member may proffer charges against a 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 \$100.00, 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 which would be prejudicial to the best interest of the club or the breed. If the Board considers that the charges do not allege conduct which would be prejudicial to the best interests of the club or the breed, 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 three (3) weeks or more than six (6) weeks thereafter. The Secretary shall promptly send one (1) copy of the charges to the accused member by registered mail, together with a notice of the hearing and an assurance that the accused 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 accused shall be treated uniformly in that regard. Should the charges be sustained, after hearing all the evidence and testimony presented by complainant and accused, the Board may, by a majority vote of those present, reprimand or suspend the accused 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 accused's right to appear before his/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 proceeding may occur at a regular meeting or a special meeting of the club to be held within 60 days, but no earlier than 30 days after the date of the Board's recommendation of expulsion. The accused 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 accused, if present, to speak in his/her own behalf if he/she wishes. Full members in attendance shall then vote by secret written ballot on the proposed expulsion. A 2/3 vote of those present and voting at the meeting shall be necessary for expulsion. If expulsion is not so voted, the Board's suspension 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 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 (3) months of the date when the petition was received by the Secretary.

SECTION 2. The constitution and by-laws must be amended by secret vote of 2/3 of the full members at an amendment meeting, provided the proposed amendments have been included in the notice of the meeting to each member at least two (2) weeks prior to the date of the amendment meeting.

ARTICLE VIII – Dissolution

SECTION 1. DISSOLUTION: The club may be dissolved at any time by the written consent of not less than 2/3 of the full members in good standing. In the event of the dissolution of the club, whether voluntary or involuntary, or by operation of law, none of the property of the club nor any proceeds thereof nor any asset 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 the meetings of the club, the order of business, so far as the character and nature of the meeting may permit, shall be as follows:

- a) Roll call/sign in
- b) Minutes of the last meeting
- c) Report of the President
- d) Report of the Secretary
- e) Report of the Treasurer
- f) Reports of Committees
- g) Nomination/Election of Officers and Board (if at Annual Meeting)
- h) Announcement of new members
- i) Unfinished Business
- j) New Business
- k) Adjournment
- l) Program

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

- a) Minutes of last Board meeting
- b) Report of Secretary
- c) Report of Treasurer
- d) Reports of Committees
- e) Unfinished Business
- f) New Business
- g) 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 by-laws and any other special rules of order the club may adopt.

Revisions

9/26/2011

3/10/2012

9/16/2012