

# **CONSTITUTION**

## **UPPER SUNCOAST DOG TRAINING CLUB, INC.**

### **NAME AND OBJECTIVES:**

**Section 1.** The name of the Club shall be **UPPER SUNCOAST DOG TRAINING CLUB, INC.**

**Section 2.** The objectives of the Club shall be to:

- A. Promote the training of dogs
- B. Disseminate knowledge regarding
  - a. Obedience
  - b. Conformation
  - c. Agility training
  - d. And any other events for which the Club is eligible under the Rules and Regulations of The American Kennel Club
- C. Conduct classes that teach handlers how to train and care for their dogs
- D. Encourage the training of instructors and judges
- E. Hold and support:
  - a. Obedience matches and trials
  - b. Agility matches and trials
  - c. Any other events for which the Club is eligible 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 be conducted or operated for profit and no part of any profits or remainder or residue from dues or donations to the Club shall benefit any member or individual. The Corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions to further the purposes set forth in the Constitution or Article 1 of the By-Laws.

**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.

# **BY-LAWS**

## **UPPER SUNCOAST DOG TRAINING CLUB, INC.**

### **ARTICLE I. – MEMBERSHIP**

#### **Section 1. ELIGIBILITY:**

There shall be four (4) types of membership open to all persons who are in good standing with the American Kennel Club and who subscribe to the purposes of the Club. 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.

- A. Regular Membership: Open to persons 18 years of age or older with voting privileges who have completed a training class with USDTC and have been accepted as a member by the existing membership.
- B. Household Membership: Open to two (2) people, 18 years of age or older who reside at the same address. They shall have the same privileges and requirements for membership as regular members. Each person has one vote.
- C. Junior Membership: Open to persons between 10-17 years of age. They shall have no voting privileges and cannot hold office or a Board seat. Upon reaching the age of 18 years, a Junior Member shall automatically become a Regular Member subject to payments of annual dues.
- D. Lifetime Membership: Individuals who have been members for 20 years or more. Lifetime Members pay no dues but are eligible to vote and hold office.

#### **Section 2. DUES:**

Regular Membership dues shall not exceed \$40 per year; Household Membership dues shall not exceed \$60 per year and Junior Membership dues shall not exceed \$20 per year. All are payable on or before February 1st of each year. No member may vote whose dues are not paid for the current year. A reminder shall be sent to Club members via email in December. All dues shall be paid to the USDTC.

#### **Section 3. ELECTION TO MEMBERSHIP**

- A. Each applicant for membership shall apply on an application, approved by the Board of Directors. Applicant agrees to abide by these constitutions and By-Laws and the rules of AKC. The application shall state the applicant's name, address, and occupation and carry the endorsement of two members in good standing.
- B. The prospective member shall submit dues payment for the current year along with the application. All applications are to be filed with the Secretary and each application is to be read at the first meeting of the Board following its receipt.
- C. At the following Club meeting, the application will be voted upon and the affirmative votes of two-thirds ( $\frac{2}{3}$ ) of the members in good standing, present and voting at that meeting, shall be required to elect the applicant. Applicants for membership who have been rejected by the Club may not reapply for six (6) months 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 each fiscal year.
- B. By lapsing. Membership will be considered as lapsed and automatically terminated if such members' dues remain unpaid 30 days after the first day of the fiscal year. The Board may grant an additional 30 days grace period to such delinquent members in meritorious cases.
- C. 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.
- D. 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 bi-monthly in the greater AKC designated area of Clearwater, Florida at such an hour and place as the Board of Directors may designate. If deemed appropriate by the majority of the Board, meetings may be held via electronic means and subject to the same rules and regulations as an in-person meeting. Notice of each such meeting shall be sent via mail/electronic mail at least seven (7) days before the date of the meeting. The quorum for such meetings shall be 20% of the members 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, 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 either electronically or in the greater Clearwater, Florida area at such place, date, and hour as may be designated by the person or persons authorized to call such a meeting. Notice of a meeting shall be sent via mail/electronic mail, by a member of the Board, at least five (5) but no more than 15 days before the date of the meeting, and said notice shall state the purpose of the meeting. No other Club business may be transacted at this meeting. The quorum for such meetings shall be 20% of the members who are in good standing.

### **Section 3. SPECIAL BOARD MEETINGS**

Special Board meetings may be called by the President and shall be scheduled by the Secretary upon a written or email request signed by at least three (3) members of the Board. Such Special Meetings shall be held either electronically or in the greater Clearwater, Florida area at such hour and day as may be designated by the person or persons authorized to call such a meeting. Written notice of such a meeting shall be sent via mail/electronic mail by the Secretary at least two (2) days and not more than five (5) days before the date of the meeting.

Any such notice shall state the purpose of the meeting and no other business shall be transacted thereafter. A quorum for such a meeting shall be a majority of the Board.

#### **Section 4. EMERGENCY POWERS:**

An emergency shall be defined as a notification by federal, state, or local authorities that the area is in a state of emergency. The Club shall be governed by Florida statute 716.0303 until the situation is deemed over or safe. Florida statutes shall take precedence over these By-Laws.

#### **Section 5. VOTING**

Each Regular Member and each Household 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/she is present. Proxy voting will not be permitted at any Club meeting or election.

### **ARTICLE III. – BOARD OF DIRECTORS**

#### **Section 1. BOARD OF DIRECTORS**

The Board shall be composed of nine (9) Directors, four (4) of whom shall serve as Board Officers, all of whom shall be members of the Club for not less than one (1) year. The Board Officers shall consist of the President, Vice President, Secretary and Treasurer. Officers shall be elected for a one-year term at the Club's Annual Meeting as provided in Article IV, Section 2, and shall serve until the successors are elected. The other five (5) Directors will serve as Board Members and shall be elected for a two-year term at the Annual Meeting as provided in Article IV and shall serve until their successors are elected. Three (3) Board Members will be elected in the even year and two (2) Board Members will be elected in the odd year to provide for the staggering number of new and existing Board Members. No two (2) members from a single household shall serve as an Officer or a Board Member during the same term. General management of the Club's affairs shall be entrusted to the Board of Directors. The number of directors may be increased or decreased from time to time by amendment but in no case less than five (5) Directors including no less than three (3) Officers.

#### **Section 2. OFFICERS**

The Club's Officers, consisting of the President, Vice President, Secretary, and Treasurer shall serve in respective capacities regarding 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 assigned 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.
- 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. He/She shall have charge of correspondence, notify members of meetings, notify new members of their election to membership, notify Officers and Directors of their election to office, keep a roll of Members of the Club with their addresses and carry out such other duties as are prescribed by these By-Laws.
- D. **The Treasurer** shall collect and receive all monies due or belonging to the Club. He/She shall deposit the same monies in a bank designated by the Board, in the name of the

Club. His/her books shall be at all times open to the inspection of the Board and he/she shall report to the Board 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 shall be bonded in such amount, as the Board of Directors shall determine. An auditing committee may be appointed to examine the Treasurer's records at the end of his/her term of office.

**E. An American Kennel Club (AKC) Delegate** is to be appointed annually by the Board.

He/She is to attend all delegate meetings as a representative of the Upper Suncoast Dog Training Club, Inc. and vote as directed by the membership and/or the Board. The delegate is also to report back to the Board and general membership on all that transpires at delegate meetings.

**F. Removal of a Director:** Any Director may be removed, with or without cause, by two-thirds (2/3) majority action of the Board of Directors. The notice of the meeting at which a vote is taken to remove a Director will state that the purpose or one of the purposes of the meeting is the removal of a Director or Directors. If any one (1) or more Directors are removed, new Directors may be elected at the same meeting.

**G. Recall of the Entire Board:** The entire Board may be recalled, with or without cause, by majority action of the membership. A removal request must be presented to the Secretary with a signed petition with at least twenty percent (20%) of eligible members. A Special meeting date shall be set no later than thirty (30) days hence. The notice of the meeting at which a vote is taken to remove the Board will state that the purpose of the meeting is the removal of the current Board and the election of a new Board. Notice of such a meeting is subject to the guidelines in Article II, Section 2.

### **Section 3. 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 members of the Board at its first regular meeting or at a Special Board meeting called for that purpose. However, should the vacancy occur in the office of the President it shall be filled automatically by the Vice President. The resulting vacancy in the office of Vice President shall be filled by the Board.

### **Section 4. ABSENCES**

The unexplained and unexcused absence of a Board Member or Officer from three (3) consecutive regular meetings of the Board shall operate as the resignation of that Board Member or Officer.

## **ARTICLE IV. – THE CLUB YEAR, ANNUAL MEETING, ELECTIONS**

### **Section 1. CLUB'S OFFICIAL YEAR AND FISCAL YEAR**

The Club's fiscal year shall begin on February 1st and end on January 31st. The Club's official year shall begin immediately after the Annual Meeting and Election and shall continue through the election at the next Annual Meeting.

### **Section 2. ANNUAL MEETING**

The Annual Meeting shall be held in January at which time Officers and Directors for the

ensuing year shall be elected by secret written or electronic ballot from among those nominated per 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 30 days after the election.

### **Section 3. NOMINATIONS**

No person may be a candidate in a Club election who has not been nominated. During September, the Board shall select a Nominating Committee consisting of three (3) members and two (2) alternates, not more than one of who may be a member of the current Board. The Secretary shall immediately notify the Committee persons of their selection. The Chairperson for the Committee shall be the Board Member and it shall be his/her duty to call a Committee meeting which shall be held on or before October 1st.

### **Section 4. ELECTIONS**

The nominated candidate receiving the greatest number of votes for each office shall be declared elected. The five (5) nominated candidates for other positions on the Board who receive the greatest number of votes for such positions shall be declared elected. If no valid additional nominations are received on or before the General Membership Meeting in November, the Nominating Committee's slate shall be declared elected and no balloting will be required. Any uncontested position should be automatically elected.

- A. The Committee shall nominate one candidate for each office and position on the Board. After securing the consent of each person so nominated, they shall immediately report their nominations to the Secretary in writing.
- B. Upon receipt of the Nominating Committee's report, the Secretary shall, at least two (2) weeks before the November meeting, notify each member, in writing, of the candidates so nominated.
- C. Additional nominations may be made at the November meeting of the Club by any member of the Club in good standing and in attendance, provided that the person so nominated accepts when his/her name is proposed and provided further that if the proposed candidate is not in attendance at the 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 person may be a candidate for more than one (1) position, and the additional nominations, which are provided for herein, may be made only from among those members who have not accepted a nomination of the Nominating Committee.
- D. Nominations cannot be made at the Annual Meeting or in any other manner 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 trials, matches, trophies, annual awards, membership, and other fields which may well be served by committees. Such committees shall always be subject to the final authority of the Board.

**Section 2.** Any committee appointed 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.

**Section 3.** Special committees may also be appointed by the President with the approval of the Board and to aid it on particular projects.

## **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 the privileges of this Club for a like period.

### **Section 2. CHARGES**

Any member may file charges against a member for alleged misconduct prejudicial to the best interest of the Club. Written charges with specifications must be filed 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 that 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 two (2) weeks nor more than four (4) weeks thereafter. The Secretary shall promptly send a copy of the charges to the accused member together 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 so desires.

### **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 is expulsion. In such a case, the suspension shall not restrict the defendant's rights 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. For lesser charges as determined by the Board, a written reprimand directed exclusively to the member may be sent, but if published, a reprimand should only indicate that after a Board hearing, (member X) was officially reprimanded as a result of charges filed by a member or student. The Club's Board is the only body that has charge of handling internal disciplinary issues.

### **Section 4. EXPULSION**

Expulsion of a member from the Club may only be addressed 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 60 days but not earlier than 30 days after the date of the Board's recommendation. 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. The members shall then vote by secret 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 these Constitution and By-Laws may be proposed by the Board of Directors or written petition addressed to the Secretary signed by 20% of the membership in good standing. Amendments proposed by such a 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.** These Constitution and By-Laws may be amended by a two-thirds ( $\frac{2}{3}$ ) 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 mailed/mailed to each member at least two (2) weeks before 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 VIII. – DISSOLUTION**

The Club may be dissolved at any time by the written consent of not less than two-thirds ( $\frac{2}{3}$ ) 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 or any proceeds thereof nor any assets of the Club shall be distributed to any members of the Club. After payment of the debts of the Club, all assets and property of the Association shall be donated to any "Dog Interest" organization which is exempt from Federal Income Tax under provisions of Section 501-C-3 of the Internal Revenue Code as decided by a majority vote of the remaining members in good standing.

## **ARTICLE IX. – ORDER OF BUSINESS**

### **Section 1. MEETINGS OF THE CLUB**

The order of business so far as the character and nature of the meeting may permit, shall be:

1. Establish a quorum
2. Reading of the Minutes of the last meeting
3. Report of the President
4. Report of the Secretary



5. Report of the Treasurer
6. Report of the Committees
7. Election of Officers and Board (Annual Meeting)
8. Unfinished Business
9. New Business
10. Adjournment

## **Section 2. MEETINGS OF THE BOARD**

The order of business, unless otherwise directed by a majority vote of those present, shall be:

1. Establish a quorum
2. Reading of the Minutes of the last meeting
3. Report of the Secretary
4. Report of the Treasurer
5. Reports of Committees
6. Unfinished Business
7. New Business
8. Adjournment

## **ARTICLE X. – PARLIAMENTARY AUTHORITY**

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.

Revised: 7/23/93 Approved by AKC: 10/22/93

Newly Revised: 1/26/2022

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