

CONSTITUTION AND BY-LAWS OF THE LABRADOR RETRIEVER CLUB OF GREATER BOSTON

CONSTITUTION

ARTICLE I

Name and Objectives

- Section 1. The name of the Club shall be the Labrador Retriever Club of Greater Boston.
- Section 2. The objectives of the Club shall be:
- a. To encourage and promote the responsible breeding, care and training of purebred Labrador Retrievers and to do all possible to bring their natural qualities to perfection.
 - b. To urge members to accept the standard of the breed as approved by the American Kennel Club as the only standard of excellence by which the Labrador Retriever shall be judged.
 - c. To do all in it's power to protect and advance the interests of the breed by encouraging sportsmanlike competition at dog shows, obedience trials, field trials, and hunting retriever tests.
 - d. To conduct sanctioned and licensed specialty shows, obedience trials, hunting retriever tests and field trials under the rules of the American Kennel Club.
- Section 3. The Club shall not conduct or operate for profit and no part of any profit or remainder or residue from dues or donations to the club shall inure to the benefit of any member or individual.
- Section 4. The members of the club shall adopt and may, from time to time, revise such By-Laws as may be required to carry out these objectives.

BY-LAWS

ARTICLE I

Membership

- Section 1. **ELIGIBILITY:** There shall be one type of membership open to all persons eighteen years or older who are in good standing with the AKC and who subscribe to the purpose of this 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 it's immediate area.
- Section 2. **DUES:** Membership dues shall be a maximum of \$ 20.00 per member payable at or before the Annual meeting in March. Membership from September 1st shall be pro-rated at half-price. No member may vote whose dues are not paid for the current year. Annual dues will be determined by the Board prior to the month of December. During the month of December, the Treasurer shall send to each member a statement of his dues for the ensuing year.
- Section 3. **ADMISSION TO MEMBERSHIP:** Each applicant for membership shall apply on a form as approved by the Board of Directors and which shall provide that the applicant agree to abide by these Constitution and By-Laws and the rules of the American Kennel Club. The application

shall state the name and address of the applicant and any other information required for the accreditation of the Club by the American Kennel Club. It must carry the endorsement of one member of the Club who is in "good standing." Accompanying the application, the prospective member shall submit dues payment for the current year. All applicants are to be filed with the Secretary and each applicant is to be read at the first meeting of the Club following its receipt. At the next Club meeting the application will be voted upon and affirmative votes of $\frac{3}{4}$ of the members 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 re-apply within six months after such rejection.

- Section 4. **TERMINATION OF MEMBERSHIP:** Membership may be terminated:
- a. By Resignation: Any members in good standing may resign from the Club upon written notice to the Corresponding Secretary; but no member may resign when in debt to the Club and they become incurred on the first day of each fiscal year.
 - b. By Lapsing: A membership will be considered as lapsed and automatically terminated if such member's dues remain unpaid 90 days after the first day of the fiscal year; however, the Board may grant an additional 90 days of grace to such delinquent members in meritorious cases. In no case may a person be entitled to vote at any Club meeting.
 - c. By Expulsion: A member may be terminated by expulsion as provided in Article V of these By-Laws.

ARTICLE II

Meeting and Voting

- Section 1. **CLUB MEETINGS:** Meetings of the Club and Board shall be held at least four times per year in the Greater Boston, Massachusetts area at such day, hour, and place to be designated by the Board of Directors. Written notice of each meeting shall be mailed by the Corresponding Secretary at least 10 days prior to the date of the meeting. The quorum for such a meeting 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 who are present and voting at any regular or special meeting of the Board, and shall be called by the Corresponding Secretary upon the receipt of the petition signed by five members of the Club who are in good standing. Such Special meeting shall be held in the greater Boston, Massachusetts area such place, date and hour as may be designated by the person or persons authorized to call such meetings. Written notice of such meeting shall be mailed by the Corresponding Secretary at least 5 days, and not more than fifteen days prior to the date of the meeting and no other Club business may be transacted thereat. The quorum for such a meeting shall be 20% of the members in good standing.
- Section 3. **BOARD MEETINGS:** Meetings of the Board of Directors shall be held in the greater Boston, Massachusetts area at least four times per year, at such date, hour and place as may be designated by the Board. Written notice of each such meeting will be mailed by the Corresponding Secretary at least 10 days prior to the date of the meeting. The quorum for such meeting shall be the majority of the Board.

Section 4. **SPECIAL BOARD MEETINGS:** Special Meetings of the Board may be called by the president, and shall be called by the Corresponding Secretary upon receipt of a written request signed by at least three members of the Board. Such Special Meetings shall be held in the greater Boston, Massachusetts area at such date, place and hour as designated by the persons authorized herein to call such meetings. Written notice of the meetings shall be mailed at least five days and not more than ten days prior to the date of the meeting and no other business shall be transacted thereat. A quorum for such a meeting shall be a majority of the Board.

Section 5. **VOTING:** Each member in good standing and whose dues are paid for the current year shall be entitled to vote at any Club meeting or Special Club meeting at which he is present. Only Members of the Board will be permitted to vote at any Board Meeting or Special Board Meeting. Proxy vote will not be permitted at any Club meeting, Board meeting or election.

ARTICLE III Directors and Officers

Section 1. **BOARD of DIRECTORS:** The Board shall be comprised of the President, Vice-President, Corresponding Secretary, Recording Secretary, Treasurer, Newsletter Editor, the immediate Past President and eight other persons all of whom shall be members in good standing. Officers and Board members shall serve for one year. All elections shall take place at the Club's Annual Meeting as provided in Article IV and all persons so elected shall serve until their successors are elected. General management of the Club's affairs shall be entrusted to the Board of Directors.

Section 2. **OFFICERS:** The Club's Officers consisting of the President, Vice President, Corresponding Secretary, Recording Secretary, Treasurer, Newsletter Editor and immediate Past President shall serve in their respective capacities both with regard to the Club and its meetings and the Board and its meetings.

- a. The President shall preside at all meetings of the Club and of the Board and shall have the duties and powers normally appurtenant to the office of the President in addition to those specified by these By-Laws.
- b. The Vice President shall have the duties and exercise the powers of the President in the case of the President's death, absence, or incapacity.
- c. The Recording Secretary shall keep record of all meetings of the Club and of the Board and all other matters of which record shall be ordered by the Club.
- d. The Corresponding Secretary shall have charge of the correspondence, notify members of meetings, and notify new members of their acceptance to membership, notify officers and directors of their election to office, keep a roll of the members of the Club with their address, and carry out such other duties as are prescribed in these By-laws.
- e. The Treasurer shall collect and receive all moneys due or belonging to the Club. He shall deposit same in bank designated by the Board, in name of the Club. His books shall at all times be open to inspection by the Board and he 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 shall render an account of all moneys received and expended during the previous fiscal year. The Treasurer shall be bonded in such amount as the Board of Directors shall determine.
- f. The Newsletter Editor shall be in charge of publishing the newsletter.

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 following the creation of such vacancy, or a Special Board Meeting called for that purpose; except that the vacancy in the Office of President shall be filled automatically by the Vice President, and the resulting vacancy in the office of the Vice President shall be filled by the Board.

ARTICLE IV

The Club Year, Annual Meeting, Elections

Section 1. **CLUB YEAR:** the Club's fiscal year shall begin on the first day of January and end on the 31st day of December. The Club's official year shall begin immediately at the conclusion of the elections 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 March at which time ballots cast for Officers and Directors and for the ensuing year from among those nominated in accordance with Section 4 of this Article shall be counted. Those elected shall take office immediately upon the conclusion of the elections and each retiring officer shall turn over to his successor in office all properties and records relating to that office within thirty days after the elections.

Section 3. **ELECTIONS:** The nominated candidate receiving the greatest number of votes for each office to be filled shall be declared elected. The eight nominated candidates for other positions on the Board 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. During the month of December, the Board shall select a Nominating Committee consisting of three members and two alternates, not more than one of whom may be a member of the Board. The Corresponding Secretary shall immediately notify the committeemen and alternates of their selection. The Board shall name a Chairman for the committee and it shall be his duty to call a Committee Meeting which shall be held prior to January 1.

- a. The Nominating Committee shall meet prior to January 1 to draw up a slate of nominations, there being one nominee for each person nominated. The Committee shall be immediately report their nominations to the Corresponding Secretary in writing.
- b. Upon receipt of the Nominating Committee's report, the Corresponding Secretary shall notify each Club member in writing by January 15th.
- c. Additional nominations may be made at the February meeting by any member in attendance provided that the person so nominated does not decline when his name is proposed and provided that if the proposed candidate is not in attendance at this meeting, his prosper must present to the Corresponding Secretary a written statement from the proposed candidate signifying his wiliness to be a candidate. No person may be a candidate for more than one position and the additional nominations which are provided for herein may be made only from among those Club members who have not accepted a nomination of the Nominating Committee.
- d. Election shall take place at the Annual Meeting in March.

ARTICLE V 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 the Club for a like period.
- Section 2. **CHARGES:** Any member may prefer charges against a member for alleged misconduct prejudicial to the best interests of the Club or Breed. Written charges with specifications must be filed in duplicate with the Corresponding Secretary together with a deposit of \$ 10.00 which shall be forfeited if such charges are not sustained by the Board following a hearing. The Corresponding Secretary shall promptly send a copy of the charge to each member of the Board, or present them at a Board meeting, and the Board shall first consider whether actions alleged in the charge's if proven, might constitute conduct prejudicial to the best interests of the Club or the Breed. If the Board entertains jurisdiction of the charges, t shall fix a date of a hearing by the Board, not less than three weeks nor more than six 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 own defense and bring witnesses if he so wished.
- Section 3. **BOARD HEARING:** The Board shall have complete authority to decide whether council 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 testimony presented by the complainant and defendant, the Board may by a majority vote of those present suspend the defendant from all privileges of the Club fir not more than six months from the date of the hearing. And, if it deems that punishment insufficient, it may also recommend to the membership that the punishment be expulsion. In such case, the suspension will not restrict the defendant's right to appear before his fellow members at the ensuing Club meeting which considers the Boards' recommendation. Immediately after the Board has reached a decision, it's findings shall be put into written form and filed with both Secretaries. The Corresponding Secretary, in turn, shall notify each of the parties of the Board's decision and penalties, if any.
- Section 4. **EXPULSION:** Expulsion of a member of 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 and to be held within 60 days but not earlier than 30 days after the date of the Board's recommendation of expulsion. The defendant shall have the privilege of appearing in his own behalf, though no evidence shall be taken at this meeting. The President shall read the charges and the Board's findings and recommendations and shall invite the defendant, if present, to speak on his own behalf if he wishes. The meeting shall then vote by secret written ballot on the proposed expulsion. A 2/3 vote of those present, the Board's suspension shall stand.

ARTICLE VI

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 Corresponding Secretary signed by 20% of the membership in good standing. Amendment proposed by such petitions shall be promptly considered by the Board of Directors and must be submitted to the membership with recommendations of the Board by the Corresponding Secretary for a vote within three months of the date when the petition was received by the Corresponding Secretary.
- Section 2. The Constitution and By-Laws may be amended by a 2/3 vote of the members present and voting at any regular or special meeting called for that purpose, provided the proposed amendments have been included in the notice of the meeting and mailed to each member at least two weeks prior to the date of the meeting.

ARTICLE VII

Order of Business

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

Roll Call	Minutes of the last Meeting
Report of the President	Report of the Secretaries
Report of the Treasurer	Report of the Committees
Election of Officers and Board (At Annual Meeting)	Acceptance of New Members
Unfinished Business	New Business
Adjournment	

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

Reading of Minutes of last Meeting	Report of Secretaries
Report of Treasurer	Report of Committees
Unfinished Business	New Business
Adjournment	

ARTICLE VIII

Dissolution

Section 1. **DISSOLUTION:** The Club may be dissolved at any time by the written consent of no less than 2/3 of the members. In the event of the dissolution of the Club other than for the purpose of reorganization whether voluntary or involuntary or by operation of the law, none of the property of the Club shall be distributed to any members of the Club but after payments of the debts of the Club, its property and assets shall be given to a charitable organization for the benefits of dogs selected by the Board of Directors.