

CONSTITUTION AND BYLAWS
OF
TYLER OBEDIENCE TRAINING CLUB

CONSTITUTION

ARTICLE I - NAME AND OBJECTIVES

Section 1 The name of the Club shall be "Tyler Obedience Training Club."

Section 2 The objectives of the Club shall be:

- a. to encourage interest in obedience training of all breeds of dogs and to do all in its power to protect and advance the interest of obedience training;
- b. to further the advancement of all breeds of pure-bred dogs;
- c. to further and protect the interest of all breeds of pure-bred dogs and encourage sportsmanlike competition;
- d. to conduct matches and obedience trials sanctioned by the American Kennel Club and according to their rules;
- e. to conduct training classes for the purpose of educating owners and others in the proper obedience training of dogs;
- f. to encourage possible judges, individuals and others with similar purposes.

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

Section 4 The members of the Club shall adopt and may revise such Bylaws as may be required to carry out these objectives.

BYLAWS

ARTICLE I - MEMBERSHIP

SECTION 1 - Eligibility. There shall be two types of membership, Full membership, and Junior membership.

- A. Full membership shall be open to all persons eighteen (18) years of age and older who are in good standing with the American Kennel Club and who subscribe to the purposes of this Club.
- B. Junior membership shall be open to persons between the ages of ten (10) and eighteen (18) years with written permission from parent or guardian (unless married or otherwise emancipated from such authority) and shall have all privileges of Full Membership except those of voting or holding 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.

SECTION 2 - Dues. Membership dues shall be payable on or before the first day of January of each year. No member may vote whose dues are not paid for the current year. During the month of November, the Treasurer shall send to each member a statement of his dues for the ensuing year. Dues shall be set by the Board of Directors and approved by the membership.

SECTION 3 - Election 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 agrees to abide by these constitution and Bylaws and the rules of the American Kennel Club. The applicants shall state the name, address, and occupation of the applicant and it shall carry the endorsement of two members in good standing with the Tyler Obedience Training Club. Accompanying the application, the prospective member shall submit dues payment for the current year.

All applications are to be filed with the Secretary and each application 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 three-fourths (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. Memberships 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. 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 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 Bylaws.

ARTICLE II - MEETING AND VOTING

SECTION 1. Club Meetings: Meetings of the Club shall be held in the greater Tyler, Texas, area on the first Thursday of each month at such hour and place as may be designated by the Board of Directors. Members will be notified of each such meeting in writing or through email by the Secretary at least five (5) days prior to the date of the meeting. The quorum for such 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 Secretary upon receipt of a petition signed by five members of the Club who are in good standing. Such special meeting shall be held in the greater Tyler Texas area, at such place, date, and hour as may be designated by the person or persons authorized herein to call such meetings. Members will be notified of each such meeting in writing or through email 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 members in good standing.

SECTION 3. Board Meetings: Meetings of the Board of Directors shall be held in the greater Tyler, Texas, area monthly at such hour and place as may be designated by the Board. Members will be notified of each such meeting in writing or through email by the Secretary at least five (5) days prior to the date of the meeting. The quorum for such meeting shall be a 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 Secretary upon receipt of a written request signed by at least three (3) members of the Board. Such special meetings shall be held in the greater Tyler, Texas, area, at such place, date, and hour as may be designated by the person authorized herein to call such meeting. Members will be notified of each such meeting in writing or through email by the Secretary at least five (5) days and not more than ten (10) days prior to the date of the meeting, or telegraphic notice shall be filed at least three (3) days and not more than five (5) days prior to the meeting. 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.

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 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, Training Secretary, and Training Director; all of whom shall be members

in good standing and all of whom shall be elected for one year terms at the Club's Annual meeting as provided in Article VI and 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, Secretary, Treasurer, Training Secretary, and Training Director 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 President in addition to those particularly specified in these Bylaws.
- 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 shall have charge of the 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 the members of the Club with their addresses, and carry out such other duties as are prescribed in these Bylaws.
- D. The Treasurer shall collect and receive all monies due or belonging to the Club. He shall deposit the same in a bank designated by the Board, in the name of the Club. His books shall at all times be open to inspection of 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 monies received and expended during the previous fiscal year. The Treasurer shall be bonded in such amount as the Board of Directors shall determine.
- E. The Training Secretary shall register new beginners and/or novice classes or be responsible therefore, keep a list of potential trainees and notify them of new beginner classes, keep an accurate record of all trainees, and carry on such correspondence as is necessary in connection with training classes.
- F. The Training Director shall direct all training classes and shall have the power to appoint an assistant at any time. He shall appoint all instructors of training classes and shall supervise all training sessions. He shall formulate training programs and methods of training procedures subject to approval of the Board of Directors before such procedures are utilized. He shall have the right to reject any or all undesirable dogs or handlers from the training classes if, in his opinion, the presence of said dogs or handlers are detrimental to the successful operation of the classes.

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 the 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.

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 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 December at which 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 conclusion of the election and each retiring officer shall turn over to his successor in office all properties and records relating to that office within thirty (30) days after the election.

SECTION 3. Elections. The nominated candidate receiving the greatest number of votes for each office shall be declared elected.

SECTION 4. Nominations. No person may be a candidate in the Club election who has not been nominated. During the month of October, 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 committeemen and alternates of their selection. The Board shall name a chair for the Committee and it shall be his duty to call a committee meeting which shall be held on or before October 15th.

- A. The Committee shall nominate one or more candidates for each office and after securing the consent of each person so nominated, shall immediately report their nominations to the Secretary in writing or through email.
- B. Upon receipt of the Nominating Committee's report, the Secretary shall notify each member in writing or through email of the candidates so nominated at least fifteen (15) days before the next meeting.
- C. Additional nominations may be made at the November meeting by any member in attendance provided that the person so nominated does not decline when his name is proposed, and provided further that if the proposed candidate is not in attendance at this meeting, his proposer shall present to the Secretary a written statement from the proposed candidate signifying his willingness to be a candidate. No person 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. Standing and Special Committees. The Board may each year appoint standing committees to advance the work of the Club in such matters as dog shows, obedience trials, 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.

SECTION 2. Termination of Committees. 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.

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.

SECTION 2. Charges. Any member may prefer charges against a member for alleged misconduct prejudicial to the best interest of the Club. Written charges with specifications must be filed in duplicate 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 interest of the Club. If the Board considers that the charges do not allege conduct which would be prejudicial to the best interest 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 three (3) weeks nor more than six (6) weeks thereafter. The 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 wishes.

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 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 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 in his own behalf if he wishes. The meeting shall then vote by secret written ballot on the proposed expulsion. A two-thirds (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. Proposals. 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. Amendments proposed by such petition shall be promptly considered by the Board of Directors and must be submitted to the membership 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. Approval. 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 mailed or emailed 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 (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 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 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 LAST MEETING
REPORT OF PRESIDENT
REPORT OF SECRETARY
REPORT OF TREASURER
REPORT OF OTHER OFFICERS AS NEEDED
REPORT OF COMMITTEES
ELECTION OF OFFICERS AND BOARD (AT 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 SECRETARY
REPORT OF TREASURER
REPORT OF OTHER OFFICERS AS NEEDED
REPORTS OF COMMITTEES
UNFINISHED BUSINESS
NEW BUSINESS
ADJOURNMENT

ARTICLE X - CONSTITUTION AND BYLAWS APPROVAL

SECTION 1. Approval. The constitution and Bylaws become effective on the approval of two-thirds (2/3) vote of the membership.