



LABRADOR RETRIEVER CLUB of the PIONEER VALLEY, Inc.

BY LAWS

All meetings to be held in accordance with Robert's Rules of Order Newly Revised, Current Edition

ARTICLE I: MEMBERSHIPS

Section 1: ELIGIBILITY

The Labrador Retriever Club of the Pioneer Valley, Inc. (hereinafter referred to as the Club) shall have two types of membership: Individual and Family. All persons who are eighteen (18) years of age or older who are in good standing with the American Kennel Club and who subscribe to the rules and purpose of the Club are allowed voting rights. While membership is unrestricted as to residence, the Club's primary purpose is to represent the breeders, exhibitors and fanciers in what is known as the Pioneer Valley, MA and adjacent areas.

Section 2: DUES

The annual dues shall be determined by the Board of Directors (hereinafter referred to as the Board). Any changes in the amount of the dues will be open for discussion at the annual meeting in April. Should any changes be made to the dues, the changes will become effective May 1st of the next calendar year. The annual dues are due and payable on the first (1st) of May and the Treasurer shall cause notice to be mailed and/or e-mailed to all members at least sixty (60) days in advance. *Any members who do not pay dues by the first (1st) of August must re-apply for membership.* Members who are elected into the Club after the first (1st) of January shall not be required to pay dues again that calendar year.

Section 3: ELECTION TO MEMBERSHIP

Each applicant for membership shall apply on a form approved by the Board. At a minimum the application shall state the name, address and occupation of the applicant and it shall be accompanied by the endorsement of two (2) Club members, in good standing, and the dues for the current year. Each applicant shall agree to abide by the Constitution, Code of Ethics, By Laws and the Rules and Policies of the Club as well as those of the American Kennel Club.

All applications are to be filed with the Corresponding Secretary and will be read at the first meeting the prospective member(s) are in attendance. At that meeting the application will be voted upon and an affirmation vote of three-fourths of the members present is required to elect the applicant into membership. Applicants who are rejected by the Club may not re-apply within six (6) months after rejection.

Section 4: **TERMINATION OF MEMBERSHIP**

Membership may be terminated by:

- A) Resignation. A member may resign from the Club by written notice to the Recording Secretary
- B) Lapsing. A membership will be considered lapsed and terminated if such member's dues remain unpaid for ninety (90) days after the first (1st) day of May; however, the Board may grant an additional ninety (90) days grace to delinquent members. In NO case may a person vote whose dues are unpaid.
- C) 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 in *what is known as the Pioneer Valley, MA and adjacent areas*. There shall be a minimum of six (6) meetings per year. These meetings will be held on the first (1st) Sunday of the month, at such place and time as determined by the Board. Written notice *shall be included in the Newsletter and may be posted on the Club website* at least ten (10) days prior to the meeting.

QUORUM: For any regular meeting of the Club, twenty percent (20%) of the members in good standing shall constitute a quorum.

Section 2: **SPECIAL CLUB MEETINGS**

Special meetings of the Club may be called by the President; or, by a majority vote of the members who are present and voting at any regular or special meeting of the Board; or, by the Recording Secretary, upon receipt of a written petition signed by five (5) members of the Club who are in good standing. Special meetings shall be held in *what is known as the Pioneer Valley, MA and adjacent areas*. Notice of said meetings *shall be e-mailed to members and posted on the Club website* at least five (5) days but not more than fifteen (15) days prior to the date of the meeting. Such notice shall state the purpose of the meeting and no other business shall be transacted thereat.

QUORUM: For any special meeting of the Club, twenty percent (20%) of the members in good standing shall constitute a quorum.

Section 3: **BOARD MEETINGS**

Meetings of the Board shall be held in *what is known as the Pioneer Valley, MA and adjacent areas*. The Board will meet at least two (2) times each year at such time, place and date as may be determined by the Board. Written notice and an agenda of said meetings *shall be e-mailed to Board Members and posted on the Club website* at least five (5) days prior to the date of said meeting.

QUORUM: A majority of the members of the Board shall constitute a quorum.

ARTICLE III: DIRECTORS AND OFFICERS

Section 1: BOARD OF DIRECTORS

- A) The Board is comprised of the President, Vice-President, Treasurer, Recording Secretary, Corresponding Secretary, three (3) other club members in good standing of the Club, *and the immediate past president. If the immediate past president is elected to another office, then four (4) other club members shall serve on the board. The Board of Directors shall be elected for one (1) year terms at the Club's annual meeting, as provided in Article IV, and shall serve until their successors are elected*
- B) The immediate past president may serve on the Board ex-officio (as an advisor and without the right to vote) if he or she so desires.
- C) The 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, Treasurer, Recording Secretary, and Corresponding Secretary shall serve in their respective capacities with regard to the Club's meetings and Board meetings.

- A) President: The President shall preside at all meetings of the Club and the Board, call Special Meetings and Board of Director's meetings, moderate Club meetings, facilitate discussions, call for summation of Committee Chairs, and mediate disputes. The President shall abide by and have available at all meetings Robert's Rules of Order Newly Revised, Current Edition.
- B) Vice President: The Vice-President shall have the duties and exercise the powers of the President in case of the President's death, incapacity or absence. The Vice President will also be responsible for overseeing programs and maintaining a permanent record of meeting attendees.
- C) Treasurer: The Treasurer shall collect, receive and disperse all monies due and belonging to the Club. He or she shall deposit same into a bank in the name of the Club. The books shall be open to inspection by the Board at all times and he or she shall report to them at every meeting, in writing, the condition of the Club's finances and every item of receipt or payment not previously reported. The Treasurer will insure that tax returns are prepared according to current tax laws. At the annual meeting he or she shall render a written 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.
- D) Recording Secretary: The Recording Secretary shall keep an accurate record of all meetings of the Club and the Board, and, of all matters of which a record is so ordered by the President. He or she shall notify the officers and directors of their election to office, manage all internal Club correspondence including notifying members of upcoming events, shall be responsible to submit all non-current Club documents to the historian for the archives, and carry out other duties as prescribed in these By Laws and/or by the Club. Upon receipt of Officer Nominations the Recording Secretary shall forward the information to the Newsletter Editor before March 1.

- E) Corresponding Secretary: The Corresponding Secretary shall have charge of the external Club correspondence, manage all membership applications, respond to requests for information on the Club, notify the newsletter editor of prospective members, notify new members of their election into membership, keep a roll of members of the Club, and carry out other duties as prescribed in these By Laws and/or the Club Rules and Regulations.
- F) The offices of Treasurer and Recording Secretary or Treasurer and Corresponding Secretary or Recording Secretary and Corresponding Secretary may be held by the same person, in which case, the Board shall be comprised of the officers and four (4) other members of the Club.

Section 3: OFFICERS' VACANCIES

Any vacancies occurring on the Board during the year shall be filled, until the next annual election, by a majority vote of all members of the Board at its first meeting following the creation of the 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: FISCAL YEAR, ANNUAL MEETING AND ELECTIONS

Section 1: FISCAL YEAR

The fiscal year of the Club shall begin on the first (1st) day of May and end on the last day of April.

Section 2: ANNUAL MEETING

The annual meeting shall be held in the month of April, at which time the election of officers and directors shall take place. If the Nominating Committee's slate of Officers and Board Members is not contested, the Recording Secretary shall cast one (1) ballot for the nominated slate as proposed. If any position is contested, there shall be a written, secret ballot by members in attendance selecting from among those nominated in accordance with Section 4 of this Article. The officers shall take office immediately upon conclusion of the meeting and each retiring officer shall turn over to his or her successor all properties and records related to the office within thirty (30) days.

Section 3: ELECTIONS

If a ballot vote is held, the candidate receiving the greatest number of votes for each office shall be declared "elected". The nominated candidates for open positions on the Board who receive the greatest number of votes shall be declared "elected".

Section 4: NOMINATIONS

Prior to the first (1st) of December each year, the members will elect a nominating committee consisting of three (3) members, not more than one (1) of whom shall be a member of the Board. The Board shall, from those elected, then appoint a chairperson for the committee whose duty it shall be to call a meeting of the committee on or before the first (1st) of February.

Section 5: NOMINATING COMMITTEE

The nominating committee shall nominate one (1) candidate for each office and three (3) candidates for the Board. After securing the consent to serve from each person so nominated, the committee shall immediately report their nominations to the Recording Secretary in writing. Upon its receipt, the Recording Secretary shall, before the first (1st) of March, *supply the newsletter editor and the webmaster with the nominations.* Nominations posted on the website will be on the password protected Members Page.

Section 6: ADDITIONAL NOMINATIONS

Additional nominations may be made only at the March meeting, by any member in attendance, provided that the nominated person does not decline when his/her name is proposed, and provided further, that if the proposed person is not in attendance, his or her consent is submitted to the Recording Secretary in writing. No person may be a candidate for more than one (1) position (except as provided in Article III; Section 2-E). The additional nominations which are provided herein may be made only from among those members who have not accepted a nomination from the nominating committee. *The additional nominations may only be made among members in good standing, and by members in good standing.* Nominations shall not be made at the annual meeting nor in any manner except as provided in this Article.

ARTICLE V: COMMITTEES

Section 1: SPECIAL COMMITTEES

The President or the Board may also appoint special committees to aid them on particular projects.

Section 2: TERMINATION OF APPOINTMENT

Any committee appointment may be terminated by a majority vote of the full Board. 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 shall likewise, automatically, be suspended from the Labrador Retriever Club of the Pioneer Valley for a like period – or longer – under this Article.

Section 2: CHARGES

Any member in good standing may prefer charges against another member for alleged misconduct prejudicial to the best interests of the Club and/or the breed. Written charges with specifications must be filed in duplicate, with the Recording Secretary, together with a deposit of fifty dollars (\$50.00). Such deposit to be forfeited if the charges are not sustained by the Board, following a hearing. The Recording Secretary shall promptly send a copy of the charges to each Board member, or, present them at a Board meeting. The Board must first consider if the actions alleged might constitute misconduct prejudicial to the Club and/or the breed. If the Board finds they do not, it may refuse to entertain jurisdiction. If, however, the Board entertains jurisdiction, it shall set a date and time for a hearing not less than three (3) weeks nor more than six (6) weeks thereafter. The Recording Secretary shall promptly send one (1) copy of the charges to the accused member, by registered, return receipt mail, together with a notice of the hearing and assurance that the defendant may personally appear in his or her own defense and may bring witnesses if so desired by the accused.

Section 3: BOARD HEARINGS

Should the charges be sustained, after all the evidence had been heard and testimony presented, the Board may, by a majority 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. If the Board deems that the suspension is insufficient, it may recommend to the entire membership that the penalty be expulsion. In such cases, the suspension shall not restrict the defendant's rights to appear before the membership in his or her own defense at the ensuing Club meeting, considering the Board's recommendation. Immediately after the Board has reached its decision, the finding shall be put into written form and filed with the Recording Secretary. The Recording Secretary shall then notify the parties and the American Kennel Club of the Board's decision and penalty, if any.

Section 4: EXPULSION

Expulsion of a member may only be accomplished at a meeting of the Club following a Board hearing and upon recommendation of the Board as provided in Section 3 of this Article. No evidence will be heard once the Board's decision has been made and once the Board has made its recommendation to the members. The President shall read the charges and the Board's findings and recommendation, and, shall invite the defendant to address the meeting. The members shall then vote by secret, written ballot on the proposed expulsion. A two-thirds vote of those present and voting shall be necessary for expulsion. If expulsion is not voted, the suspension by the Board shall stand.

ARTICLE VII: AMENDMENTS AND CHANGES

Section 1: PROPOSED CHANGES AND AMENDMENTS

Changes and Amendments to the Constitution, Code of Ethics, and By Laws may be proposed by the Board or by written petition to the Recording Secretary by twenty percent (20%) of the members in good standing. Amendments and changes proposed by said petition shall be considered promptly by the Board and must be submitted to the members, with the Board's recommendations, for a vote within three (3) months of the date when the petition was received by the Recording Secretary.

Section 2: VOTE TO AMEND OR CHANGE

The Constitution, Code of Ethics and By Laws may be amended or changed by a two-thirds vote of the members present and voting at any regular or special meeting called for that purpose, provided the proposed amendments and changes have been distributed to the membership prior to the meeting and made available on the Club website.

Section 3: CHANGES TO RULES AND POLICIES

Changes to the Rules and Policies may be made by a majority vote of the members at any Regular, Special or Annual Meeting of the Club, or, by a unanimous vote of the Board of Directors.

ARTICLE VIII: DISSOLUTION

Section 1: WRITTEN CONSENT

The Club may be dissolved at any time by the written consent of not less than two thirds of its members in good standing.

Section 2: DISTRIBUTION OF PROPERTY

In the event of dissolution of the Club, other than for the purpose of reorganization, whether voluntary or involuntary, or, by operation of law; none of the property, nor any proceeds, nor any of the assets of the Club may be distributed to any members of the Club. After payment of its debts, the property and assets of the Club shall be given to a charitable organization for the benefit of dogs and/or Labrador Retrievers. Such organization shall be chosen by the Board.

ARTICLE IX: ORDER OF BUSINESS

Section 1: REGULAR MEETINGS

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

Call to Order, Reading of the Minutes of the last meeting or vote to accept Minutes as published; Reports of: the Officers, Committees; Election of Officers (annual meeting only); Election of new members; Unfinished business; New business; Adjournment. Anything not covered by the above protocol shall be covered by Robert's Rules of Order Newly Revised, Current Edition.

Section 2: BOARD MEETINGS

At meetings of the Board, the order of business, so far as the character and nature of the meetings may permit, shall be as follows: Call to order: Reading of the minutes; Reports of: the Officers, Committees; Unfinished business; New business; Adjournment. Anything not covered by the above protocol shall be covered by Robert's Rules of Order Newly Revised, Current Edition.