

PHOENIX FIELD AND OBEDIENCE CLUB, INC.

CONSTITUTION AND BYLAWS

ARTICLE I

NAME AND OBJECT

SECTION 1. The name of the Club shall be Phoenix Field and Obedience Club.

SECTION 2. The objects of the Club shall be:

- (a) To provide facilities for training in field and obedience work under the supervision of qualified trainers;
- (b) To conduct sanctioned matches and obedience trials under the rules of the American Kennel Club;
- (c) To educate the public to the value of the well-trained dog and to bring better understanding between the dog and master through proper training;
- (d) To further the advancement of all breeds of purebred dogs and to do all in its power to protect and advance the interest of same and to encourage and promote good sportsmanship.

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 members of the Club shall adopt and may from time to time revise such bylaws as may be required to carry out these objects.

ARTICLE II

MEMBERSHIP

SECTION 1. ELIGIBILITY. There shall be a voting membership open to all persons eighteen years of age and older who are in good standing with the American Kennel Club and who subscribe to the purposes of this Club. There shall be a non-voting membership open to persons under eighteen years of age.

SECTION 2. DUES. Membership dues shall be payable on or before the first day of July of each year, the amount to be determined by the Board of Directors. During the month of May, the Membership Chairman shall send to each member a statement of his dues for the ensuing year.

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 this constitution and bylaws and the rules of the American Kennel Club.

The application shall state the name and address of the applicant and it shall carry the endorsement of two members. Accompanying the application, the prospective member shall submit dues for the current year.

All applications are to be filed with the Membership Chairman and each application is to be read at the first meeting of the Board of Directors following receipt for their recommendation of approval or disapproval to the general membership. At the next Club meeting the application will be voted upon and affirmative votes of 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. Members 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 60 days after the first day of the fiscal year; however, the Board may grant an additional 30 days 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. Membership may be reinstated after lapsing by submitting a new application accompanied by payment of dues for the current year.
- (c) By expulsion. A membership may be terminated by expulsion as provided in Article VIII, Section 4, of these bylaws.

ARTICLE III

SECTION 1. CLUB MEETINGS. Meetings of the Club shall be held in or within 25 miles of the City of Phoenix, Maricopa County, Arizona, on the third Friday of every odd numbered month excluding July. Written notice of each such meeting shall be mailed at least 10 days prior to the date of the meeting. The quorum for such meetings shall be the voting members present, providing notice of the meeting has been given.

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 meetings shall be held in or within 25 miles of the City of Phoenix, Maricopa County, Arizona at such place, date and hour as may be designated by the person or persons authorized herein to call such meetings. Written notice of such a meeting shall be mailed by the Secretary at least 5 days and not more than 15 days prior to the date of the meeting. The quorum for such a meeting shall be the voting members present, providing notice of the meeting has been given.

SECTION 3. BOARD MEETINGS. Meetings of the Board of Directors shall be held in or within 25 miles of the City of Phoenix, Maricopa County, Arizona, on the second Friday of each month at such hour and place as may be designated by the President. Written notice of each such meeting shall be mailed by the Secretary at least 5 days prior to the date of the meeting. The quorum for such a 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 members of the Board. Such special meetings shall be held in or within 25 miles of the City of Phoenix at such place, date and hour as may be designated by the person authorized herein to call such meeting. Written notice of such meeting shall be mailed by the Secretary at least 5 days and not more than 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 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 meeting or election.

ARTICLE IV

BOARD OF DIRECTORS

SECTION I. BOARD OF DIRECTORS. The Board shall be comprised of the President, Vice President, Secretary, Treasurer, Training Director, Obedience Trial Chairman and three other persons, 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 subject to the limitation that their decisions shall be subject to review by the voting members of the Club at a regular meeting.

SECTION 2. OFFICERS' DUTIES:

- (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. The president shall be an ex-officio member of all committees.
- (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; 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 which shall be sent to any member in good standing, upon written request, not more than once every club year; and carry out such other duties as are prescribed in these bylaws.
- (d) The Treasurer shall collect and receive all moneys 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 reported and at the annual meeting he shall render an account of all money received and expended during the previous year.
- (e) The Training Director shall have the authority to conduct classes in the manner, which his best judgment and current working conditions shall direct. He should, however, be influenced insofar as it is sound, by the wishes of the majority of the Board as voiced at a regular or called meeting with the Training Director present.
- (f) The Obedience Trial Chairman shall appoint his own committee of members in good standing. This committee shall have complete charge of all shows to be held during the Chairman's term of office. Selection of dates, judges and secretary shall be submitted to the Board for final decision. The Trial Chairman will submit a complete show report within 60 days after each trial.

SECTION 3. VACANCIES. Any vacancies occurring on the Board or among the offices during the year shall be filled until the next annual election by a majority vote of the members of the Board at its 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 V

MISCELLANEOUS

SECTION 1. LIMITATION OF FINANCIAL RESPONSIBILITIES. The Board of Directors is empowered to expend the Club's funds either by a budget or by a special appropriation. No Club member may expend the Club's funds, nor dispose of, transfer, sell or encumber a Club asset without such approval by the membership or Board of Directors.

ARTICLE VI

THE CLUB YEAR, ANNUAL MEETING, ELECTION

SECTION 1. CLUB YEAR. The Club's fiscal year shall begin on the first day of July and end on the 30th day of June. The Club's official year shall coincide with the fiscal year.

SECTION 2. ANNUAL MEETING. The annual meeting shall be held in the month of June, at which time officers 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 on July first and each retiring officer shall turn over to his successor in office all properties, reports and records relating to that office at the first Board meeting following the election.

SECTION 3. ELECTIONS.

- (a) The nominated candidate receiving the greatest number of votes for each office shall be declared elected.
- (b) Absentee ballot. In the event a member otherwise eligible to vote for officers and directors is unable to attend the annual meeting and elections, he may request an absentee ballot not more than 21 days prior to election from the Secretary. Such vote must be received by the Secretary at least two (2) days prior to the annual election in order to be counted.
- (c) Ballot counting. Responsibility for tallying the ballots at the annual election shall rest with two (2) members present at the annual meeting who are not candidates for any office. Those members shall be appointed by the Board. They shall release the results to the outgoing President for announcement to the membership at the annual meeting.

SECTION 4. NOMINATIONS. No person may be a candidate in a Club election who has not been nominated or who has not been a member in good standing of the Club for one year prior to his nomination.

During the month of February the President shall select, subject to approval of the Board, a Nominating Committee consisting of three members and two alternates, not more than one of whom shall be a member of the Board. The Secretary shall immediately notify the committeemen and alternates of their selection. The President shall name a chairman for the committee and it shall be his duty to call a committee meeting which shall be held on or before March 15.

- (a) The Committee shall nominate one candidate for each office and, after securing the consent of each person so nominated, shall immediately report their nominations to the Secretary in writing.
- (b) Upon receipt of the Nominating Committee's report, the Secretary shall before April 15th notify each member in writing of the candidates so nominated.
- (c) Additional nominations may be made at the May meeting by any member in attendance provided that the person 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 and the additional nominations which are provided for herein may be made only from those members who have not accepted a nomination of the Nominating Committee.
- (d) Nominations cannot be made at the annual meeting or in any manner other than as provided in this section.

ARTICLE VII

COMMITTEES

SECTION 1. The President or Board may each year appoint standing committees to advance the work of the Club in such matters 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 President or the Board to aid them on particular projects.

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.

ARTICLE VIII

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 \$10.00 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 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 3 weeks nor more than 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 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 finding 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 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 in 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 and voting at the meeting shall be necessary for expulsion. If expulsion is not so voted, the Board's suspension shall stand.

ARTICLE IX

AMENDMENTS

SECTION 1. Amendments to the constitution and bylaws may be proposed by the Board of Directors or by written petition addressed to the Secretary by twenty percent of the membership in good standing. Amendments proposed by such petition shall be promptly considered by the Board and must be submitted to the members with recommendations of the Board by the Secretary for a vote within three months of the date when the petition was received by the Secretary.

SECTION 2. The constitution and bylaws may be amended by a 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 to each member at least two weeks prior to the date of the meeting.

ARTICLE X

DISSOLUTION

SECTION 1. DISSOLUTION. The Club may be dissolved at any time by the written consent of not less than 2/3 of the members. 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 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 XI

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
- Reports of officers
- Reports of committees
- Election of Board of Directors (at annual meeting)
- Election of new members
- Unfinished business
- New business
- Adjournment