

*Atlanta Retriever Club,
Inc.*

**CONSTITUTION
&
BYLAWS**
Revised – August 2002

Atlanta Retriever Club, Inc.

Constitution & Bylaws

ARTICLE 1

Name and Objectives

SECTION 1. NAME

The name of the Club shall be
ATLANTA RETRIEVER CLUB, INC.

SECTION 2. OBJECTIVES

The objectives of the Club shall be

- To encourage the use of trained retrievers while hunting, thereby preserving game;
- To encourage and promote the breeding of pure bred retrievers, and do all possible to bring their natural qualities to perfection;
- To urge members and breeders to accept the standard of the breed as approved by the American Kennel Club as the only standard of excellence by which retrievers shall be judged;
- To protect and advance the interest of the breed by encouraging sportsmanlike competition at field trials and hunting tests;
- To conduct sanctioned and licensed field trials and hunting tests under the rules and regulations of the American Kennel Club.

SECTION 3. NON-PROFIT

The Club shall not be conducted or operated for profit and no part of any profit or remainder of residue from dues or donations to the Club shall inure to the benefit of any member or individual.

**ARTICLE II
Membership**

SECTION 1. ELIGIBILITY

Membership categories shall be INDIVIDUAL (one person - 1 vote) and FAMILY (husband and wife - 2 votes) and open to all persons 18 years of age and older who are in good standing with the American Kennel Club and who subscribe to the purposes of the Club.

SECTION 2. DUES

Membership dues shall be annual as set by the Board of Directors and payable on or before the first day of the fiscal year. No member may vote whose dues are not paid for the current year. The Secretary or Treasurer shall send out dues notices in a timely manor.

SECTION 3. ELECTION TO MEMBERSHIP

Each applicant for membership shall apply on a form as approved by the Board of Directors which shall provide that the applicant agrees to abide by the constitution and bylaws and the rules of the American Kennel Club. The application shall state the name, address and occupation of the applicant. 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 shall be presented to the next subsequent meeting of the Board of Directors. A majority vote of the Board members present shall be necessary for approval of the application.

Applicants for membership who have been rejected by the Club may not reapply within six months after such rejection.

SECTION 4. HONORARY MEMBERSHIP

The Board of Directors, at its discretion and by majority vote, may elect to honorary membership persons who have by their services or deeds made a significant contribution toward the fulfillment of the Club's objectives.

SECTION 5. 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. (b) by lapsing: A membership will be considered as lapsed, 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 VII of these constitution and bylaws.

ARTICLE III Meetings and Voting

SECTION 1. CLUB MEETINGS

Meetings of the Club shall be held in the greater Atlanta area at such hour and place as designated by the Board of Directors. Written notice of such meetings shall be mailed by the Secretary at least 10 days prior to the date of the meeting. The quorum for such meetings shall be 10% 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, or 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 the greater Atlanta area and at such hour and place as 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, 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 10% of the members in good standing.

SECTION 3. BOARD MEETINGS

Meetings of the Board of Directors shall be held in the greater Atlanta area at least once each calendar quarter at such hour and place as designated by the Board. 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 or by the Secretary upon receipt of written request by at least three members of the Board. Such special meetings shall be held in the greater Atlanta area and at such hour and place as designated by the person authorized herein to call such meetings. Written notice of such meetings shall be mailed by the Secretary at least 5 days and not more than 15 days prior to the date of the meeting or telegraphic notice or telephone notice shall be filed at least 3 days and not more than 5 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 meetings 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 (family memberships composed of husband and wife - one vote for husband and one vote for wife) at any meeting of the Club at which he/she is present. Proxy voting will not be permitted at any Club meeting or election.

SECTION 6. ABSENTEE BALLOTS

Absentee ballots for elections may be obtained from the Secretary upon written request to the Board. Such requests should state valid reasons for the member not being present at the election.

**ARTICLE IV
Directors and Officers**

SECTION 1. BOARD OF DIRECTORS

The Board shall be comprised of eleven persons elected to a two year term at the Club's Annual Meeting as provided in Article V and shall serve until their successors are elected. General management of the Club's affairs shall be entrusted to the Board of Directors.

(a) All Board members will be elected for a two year term. The officers will be nominated and elected from the Board members each year for a one year term. At the Annual Meeting, five members will be elected to the Board in odd numbered years and six members elected to the Board in even numbered years.

SECTION 2. OFFICERS

The Club's officers, consisting of the President, Vice President, Secretary and Treasurer, shall serve in their respective capacities both with regard to the Club and its meetings and 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 particularly specified in the constitution and bylaws.

(b) The Vice President shall have the powers and exercise the duties of the President in case of the President's death, absence or incapacity. In addition he shall also function as Club Trial/Test Coordinator, wherein he is responsible to coordinate all members to whom are assigned trial/test responsibilities thereby assuring properly operated trials/tests.

(c) The Secretary shall keep a record of all meetings of the Club and the Board of Directors and all matters of which a record shall be ordered by the Club. He/she 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 the constitution and bylaws.

(d) The Treasurer shall collect and receive all monies due or belonging to the Club and receipt therefore. He/she shall deposit the same in a bank satisfactory to the Board, in the name of the Club. His/her books shall at all times be open to inspection by the Board and he/she shall report to them at every meeting the condition of the Club's finances and every item of receipt or payment not before reported. At the Annual Meeting he/she shall render an account of all monies received and expended during the previous fiscal year.

SECTION 3. VACANCIES

Any vacancies occurring on the Board during the year shall be filled for the unexpired term of office by a majority vote of all the then members of the Board at its first regular meeting following the creation of such vacancies.

ARTICLE V

Club Year - Annual Meeting - Election

SECTION 1. CLUB YEAR

The Club's fiscal year shall begin on the first day of June and end on the 31st day of May.

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

During the Annual Meeting at which directors and 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 immediately upon the 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 30 days after the election.

SECTION 3. ELECTIONS

The nominated candidate receiving the greatest number of votes for each office shall be declared elected. The 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. The Board shall select a nominating committee consisting of three members, not more than one of whom shall be a member of the Board. The secretary shall immediately notify the committee of their selection. The Board shall name a Chair for the committee and it shall be his/her duty to call a committee meeting which shall be held in a timely manner.

(a) The Committee shall nominate one candidate for each vacancy on the Board. It shall nominate officers in accordance with Article IV, Section 1 (a) 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 notify each Club member in writing of the candidates so nominated before the Annual Meeting.

(c) Additional nominations may be made at the Annual 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 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 in any manner other than as provided in this Section.

ARTICLE VI Committees

SECTION 1. APPOINTMENTS

The Board may each year appoint such persons or committees to advance the work of the Club in such matters as field/hunting test trials, trophies, annual prizes, membership and other matters which may well be served by committees. Such persons or 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 subjects.

SECTION 2. TERMINATION

Any appointment may be terminated by a majority vote of the full membership of the Board upon written notice to the persons appointed; and the Board may support successors to those persons whose service has been terminated.

ARTICLE VII 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 of 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. The Secretary shall promptly notify the Board which shall meet and fix a date for a Board hearing not less than three weeks and not more than six

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 is 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 recommendations. 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 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 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 vote of those present at

the meeting shall be necessary for expulsion. If expulsion is not so voted, the Board's suspension shall stand.

ARTICLE VIII

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 signed by 20% 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 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 two-thirds vote of the members present at any regular or special meeting called for the purpose provided that 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 IX

Dissolution

SECTION 1. DISSOLUTION

The Club may be dissolved at any time by the written consent of not less than two-thirds 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 nor proceeds thereof nor any assets of the Club shall be distributed to any members of the Club, but after payment of 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 X 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 Secretary
- Report of the Treasurer
- Reports of Committees
- Election of new members
- Unfinished Business
- New Business
- Election of officers and board
(at Annual Meeting)
- Announcements
- 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
- Reports of Committees
- Unfinished Business
- New Business
- Announcements
- Adjournment

SECTION 3.

Meeting practice shall follow *Robert's Rules*.

ARTICLE XI
Miscellaneous

At the discretion of the Board of Directors, the Atlanta Retriever Club, Inc. may pay the entry fee to the National Open, National Amateur or Master National for an Amateur who qualifies and runs his own dog if the Amateur is an Atlanta Retriever Club, Inc. member and is in good standing.

SPECIAL AWARDS to recognize outstanding achievement of dogs and owners is encouraged. The Board shall evaluate and update all past programs and be open to suggestions from the membership.