

# UVKC

## Constitution & Bylaws

Adopted 1976

*AKC approved – 1985*

*AKC approved – 2018*



Utah Valley Kennel  
Club, Inc.

Published by the Utah Valley Kennel Club, Inc.

## CONSTITUTION AND BY-LAWS

### CONSTITUTION

#### ARTICLE I

##### NAME AND OBJECTIVES

- SECTION 1. The name of the club shall be UTAH VALLEY KENNEL CLUB, INC., hereinafter referred to as the Club or this Club.
- SECTION 2. The objectives of the Club shall be:
- a. to further the advancement of all breeds of pure bred dogs, doing all possible to bring their natural qualities to perfection;
  - b. to conduct sanctioned matches, dog shows, obedience trials, and any other events for which the Club is eligible under the Rules and Regulations of the American Kennel Club;
  - c. to promote cooperation and good sportsmanship as well as disseminate knowledge regarding responsible dog ownership and training.
- 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 objectives.

### BY-LAWS

#### ARTICLE I

##### MEMBERSHIP

- SECTION 1. **ELIGIBILITY.** There shall be four types of membership open to all persons who are in good standing with the American Kennel Club and who subscribe to the purpose of this club.
- a. Regular or Single membership is entitled to all club privileges including the right to vote and hold office.
  - b. Family membership shall be available to two (2) persons 18 years of age or older, who reside in the same household each entitled to all club privileges including the right to vote each and hold office.
  - c. Junior membership is open to persons under 18 years of age. Junior membership is a non-voting/non-office holding membership which may automatically convert to regular membership at the age of 18.
  - d. Life Membership. Nominations for Life Membership are made by the Board upon the consent of the person so nominated. Life Membership is bestowed only in recognition of exceptional service to the Club and requires a two-thirds (2/3) vote of board members present and voting. To be entitled for Life Membership a member must have held membership in the Club continuously for at least 20 (twenty) years. Life Members are entitled to vote and hold office, unless otherwise provided in these bylaws. Life Members shall be exempt from paying dues.
- SECTION 2. **DUES.** Dues shall be set by the Board by October 31<sup>st</sup> for the following year and shall not exceed \$50.00. These dues are payable on or before the first day of December each year. No member may vote whose dues are not paid for the current year. During the month of October, the Treasurer shall send to each member a statement of dues for the ensuing year.

- a. 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 the Constitution and Bylaws, the Code of Ethics and the rules of the American Kennel Club.
- b. The applicant shall state the name, address and occupation of the applicant and shall carry the endorsement of two members. Accompanying the application, the prospective member shall submit payment for the current year.
- c. All applications of prospective members are to be filed with the Recording Secretary, and the applicant must be present at the meeting at which his application is to be read to the membership for the first time. At the second meeting at which the applicant shall be in attendance, his application will be voted on and an affirmative vote of 3/4 of the membership present and voting at the meeting shall be required to elect the applicant.
- d. Applicants for membership who have been rejected by the Club may not reapply within six (6) months after such rejection.

SECTION 4. TERMINATION OF MEMBERSHIP. Membership may be terminated by:

- a. RESIGNATION. Any member may resign from the Club upon written notice to the Recording Secretary; but no member may resign from the Club when in debt to the Club. Obligations other than dues are considered a debt to the club and must be paid in full prior to resignation.
- b. 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. EXPULSION. A membership may be terminated by expulsion as provided in Article VI of these Bylaws.

## ARTICLE II

### MEETINGS

SECTION 1. CLUB MEETINGS. Meetings of the Club shall be held within the Greater Orem, Utah area monthly, at such hour and place as may be designated by the Board of Directors.

Written notice of each such meeting shall be mailed or emailed by the Corresponding Secretary or be printed in the newsletter, which will be sent via first class mail, at least five (5) days prior to the date of the meeting. The quorum for such meetings 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 receipt of a petition signed by five (5) members of the Club, who are in good standing. Such special meetings shall be held within the Greater Orem, Utah area 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 or emailed by the Corresponding Secretary at least 5 days and not more than 15 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 within the Greater Orem, Utah area monthly at such hour and place as may be designated by the Board. Board meetings may also be held by conference call or video conference call. Written notice of such meeting shall be mailed or emailed by the Corresponding 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.

be called by the Corresponding Secretary upon written request signed by at least three members of the Board. Such special meetings shall be held within the Greater Orem, Utah area at such place, date and hour as may be designated by the person authorized to call such a meeting. Written notice of such meeting shall be mailed or emailed by the Corresponding 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 (1) vote at any meeting of the club at which he is present. Proxy voting will not be permitted at any club meeting or election. Junior members are not eligible to vote.

SECTION 6. FORM OF NOTICE

Whenever notice is required, such notice may be given in writing by depositing the same in the United States mail or by email. If notice is given by email, such notice shall be provided in accordance with the electronic mail notification for Board Meetings and General Club Meetings policy of the American Kennel Club, effective January 1, 2006, and as such policy may be thereafter amended.

### 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 and four other directors. Each Board member 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, Recording Secretary, Corresponding Secretary and Treasurer 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 power 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 power of the President in case of the President's death, absence or incapacity.
- c. The Recording Secretary shall keep a record of all meetings of the Club and of the Board of Directors and of all matters which a record shall be ordered by the Club. He or she shall notify new members of their election to membership, notify officers and directors of their election to office, keep roll of the members of the Club, an up to date roster of members 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 Corresponding Secretary shall have charge of the Club's correspondence; shall execute and follow-up on all Club correspondence, keep and maintain accurate files of all Club correspondence and notify members concerned at least five (5) days in advance of Club meetings.
- e. The Treasurer shall collect and receive all monies due or belonging to the Club; shall deposit same in bank designated by the Board, in the name of the Club. The books shall be at all times open to inspection of the Board and he or 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; and at the annual meeting he or she 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.
- f. The office of Recording Secretary and Treasurer may be held by the same person in which case the Board shall be comprised of eight (8) persons.

officers of the Club. All Directors shall serve a one (1) year term.

SECTION 3. VACANCIES. Any vacancies occurring on the Board of among the offices 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 at a Special Board meeting called for that purpose; except 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

##### DELEGATE TO THE AMERICAN KENNEL CLUB

SECTION 1. A Delegate to the American Kennel Club shall be appointed by the Board to serve for three (3) years with unlimited appointment and when approved by the American Kennel Club, shall represent the Club at meetings of the Delegates to the American Kennel Club, voting his or her conscience unless otherwise instructed by the Board or by the membership.

SECTION 2. A written summary of all Delegate Meetings, together with a report of how the Delegate voted on all matters brought before the Delegates to be voted on, shall be rendered to the Board and the general members. The Delegate may also hold an additional office either by election or in the manner prescribed under Article III, Section 3. The Delegate shall assist the Board in an advisory capacity and shall have voting authority only if also a member of the Board. The Delegate may also vote as a regular member of the Club.

#### ARTICLE V

##### THE CLUB YEAR, ANNUAL MEETING, ELECTION

SECTION 1. CLUB YEAR. The Club Fiscal Year shall begin on the first day of December and end on the last day of November.

The Club 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 November, at which Officers and Directors for the ensuing year shall be decided by secret ballot from those nominated in accordance in Section 4 of this Article. They shall take office immediately upon conclusion of the meeting and each retiring office shall turn over to his or her 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 four nominated candidates for other positions on the Board who receive the greatest number of votes for such position shall be declared elected.

SECTION 4. NOMINATIONS. No person may be a candidate in a Club election who has not been nominated, or attended four (4) meetings during the past 12 months, prior to July 1<sup>st</sup>, or who owes the Club any debt. Prior to August 1<sup>st</sup>, 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 Secretary shall immediately notify the Committee and Alternates of their selection. The Board shall name a Chairman for the Committee and it shall be his or her duty to call a Committee meeting which shall be held on or before September 1<sup>st</sup>.

- positions on the Board, 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 Corresponding Secretary shall, by September 15<sup>th</sup>, notify each member in writing of the candidates so nominated, and may also be published in the August edition of the Club's newsletter.
  - c. Additional nominations may be made at the October meeting by any member in attendance provided that the person nominated meets the attendance requirements and has paid all debts, and accepts when his name is proposed, and provided further that if the proposed candidate is not in attendance at this meeting, his or her proposer shall present to the Corresponding Secretary a written statement from the proposed candidate signifying his or her willingness to be a candidate.  
No person may be a candidate for more than one position, and the nominations which are provided herein may be made only from among those members who have not accepted a nomination from the Nominating Committee.
  - d. Nominations cannot be made at the Annual Meeting or in any manner other than as provided in this section.

## ARTICLE VI

### COMMITTEES

- SECTION 1. The Board may, each year, appoint standing committees to advance the work of the Club in such matters as Shows, Obedience Trials (field 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. Any committee appointment 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 VII

### DISCIPLINE

- SECTION 1. AMERICAN KENNEL CLUB SUSPENSION. Any member who is suspended from any of 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 or members 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 Corresponding Secretary, together with a deposit of \$10.00 which shall be forfeited if such charges are not sustained by the Board following the hearing. The Corresponding Secretary shall promptly send a copy of the charges to each member of the Board, or present them at a Board Meeting. 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 the charges do not allege conduct which would be prejudicial to the Club, it may refuse to entertain jurisdiction. If the Board entertains jurisdiction of the charges, it shall fix a date for a hearing by the Board, not less than three (3) weeks, nor more than six (6) 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 may 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 the testimony presented by the complainant and defendant,

of the Club for not more than six (6) months from the date of the hearing, and if it seems 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 or her 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 Corresponding Secretary. The Corresponding 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 by 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 meeting 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. The defendant shall have the privilege of appearing in his or her own behalf, though no evidence will be taken at this meeting. The President shall read the charges and the Boards' findings and recommendations, and shall invite the defendant if present to speak in his or her own behalf, if he or she wishes. The meeting shall then vote by secret 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 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 Corresponding 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 and Corresponding Secretary for a vote within three (3) 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 the purpose, provided the proposed amendments have been included in the notice of the meeting mailed to each member at least two (2) weeks prior to the date of the meeting.

SECTION 3. No amendment to the Constitution Bylaws that is adopted by the Club shall become effective until it has been approved by the Board of Directors of The American Kennel Club.

## ARTICLE IX

### PARLIAMENTARY AUTHORITY

SECTION 1. The rules contained in the current edition of "Robert's Rules of Order, Newly Revised" shall govern the club in all cases to which they are applicable and in which they are not inconsistent with State Statues, these Bylaws or any other special rules of order the Club may adopt.

## ARTICLE X

### DISSOLUTION

SECTION 1. DISSOLUTION. The Club may dissolved at any time by written consent of not less than 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 the law, none of the property of the Club, nor any proceeds thereof, nor any assets of the Club shall be distributed to any of the members of the Club, but after

the benefit of dogs selected by the Board of Directors.

## ARTICLE XI

### 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 meeting may permit, shall be as follows:

ADOPTION OF THE MINUTES OF LAST MEETING  
REPORT OF PRESIDENT  
REPORT OF RECORDING SECRETARY  
REPORT OF CORRESPONDING SECRETARY  
REPORT OF TREASURER  
REPORT OF THE AKC DELEGATE  
REPORTS OF COMMITTEES  
ELECTION OF OFFICERS AND BOARD (at annual meeting)  
ELECTION OF NEW MEMBERS  
UNFINISHED BUSINESS  
NEW BUSINESS  
ADJOURNMENT

SECTION 2. BOARD MEETINGS. At meetings of the Board, the order of business unless otherwise directed by majority vote of those present, shall be as follows:

ADOPTION OF THE MINUTES OF LAST MEETING  
REPORT OF RECORDING SECRETARY  
REPORT OF THE CORRESPONDING SECRETARY  
REPORT OF TREASURER  
REPORTS OF COMMITTEES  
UNFINISHED BUSINESS  
NEW BUSINESS  
ADJOURNMENT

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