

**Labrador Retriever Club of Greater Denver
Constitution and Bylaws**

**Article I
Name and Objectives**

Section 1. The name of the club shall be The Labrador Retriever Club of Greater Denver.

Section 2. The objectives of the club shall be:

- (a) To encourage and promote quality in the breeding of pure-bred Labrador Retrievers for conformation, companionship and performance events, and to do all possible to bring the natural qualities to perfection.
- (b) To do all in its power to protect and advance the interests of the breed by Encouraging sportsmanlike competition at dog shows and performance events.
- (c) To conduct sanctioned and licensed specialty shows and performance events under the rules and regulations of the American Kennel Club.
- (d) To urge members and breeders to accept the standard of the breed approved by the American Kennel Club as the only standard of excellence by which Labrador Retrievers shall be judged.

Section 3. The club shall not be conducted or operated as a trade or business 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.

**Article II
Membership**

Section 1. Eligibility. Membership shall be open to all persons who are eighteen years of age or older who are in good standing with the American Kennel Club and who subscribe to the purposes of this club. 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. A onetime application fee, to be determined by the Board of Directors will be assessed to individuals applying for membership and payable at the same time as membership dues. Membership types are defined as follows:

Regular Membership: Must be a resident of the state of Colorado.

Household/Family membership has 2 votes, Individual membership has 1 vote.

Associate Membership: May or may not be a resident of Colorado. Will have all the privileges of club membership except the right to vote and hold office or a board position.

Section 2. Dues. Membership dues shall be payable on or before the first day of January each year. Annual membership dues and the application fee for shall be determined by the Board of Directors in the month of September for the upcoming year. Notification of annual dues shall be printed in the October newsletter and distributed to all members. Dues shall not exceed \$75.00 per year.

Section 3. Election to Membership: Each applicant shall apply on a form 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, address, and occupation of the applicant and shall carry the endorsement of two members in good standing. The applicant must attend two out of three consecutive meetings or events. If the board deems that there is good and sufficient reason why an applicant is unable to attend two out of three consecutive meetings or events, that requirement may be waived. Dues and fees for the current year shall accompany each application.

All applications are to be filed with the Membership chairman and each application is to be read at the first meeting or event of the club following its receipt. At the next club meeting/event the application will be voted upon and affirmative votes of 3/4 of the voting members present and voting by secret ballot at that meeting shall be required to elect the applicant.

The Membership Chairman is responsible for maintaining all applications forms, names and addresses of members.

Applicants for membership rejected by the club may not reapply 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 Recording Secretary; but no member may resign when in debt to the club. Dues obligations are considered a debt to the club and are incurred on the first day of each fiscal year.
- (b) By lapsing. A membership will be considered 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 60 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 the last meeting.
- (c) By expulsion. A membership may be terminated as provided in Article VII of these

bylaws.

Article III Meetings and Voting

Section 1. Club Meetings. Meetings of the club shall be held in the greater Denver area a minimum of 6 times per year or may be held in conjunction with special events at such hour and place as may be designated by the Board. Written notice of each club meeting shall be published by the Newsletter Editor at least 10 days prior to the meeting. Special events should be scheduled and written notification published 2 months prior to the event. Events should serve the Labrador community and strive to satisfy the Club's objectives and policies. The quorum for such meetings shall be 20% of the Regular members in good standing.

Section 2. Special Club Meetings. Special club meetings may be called by the President, or a majority vote of the members of the board who are present and voting at any regular meeting of the board, and shall be called by the Recording Secretary upon receipt of a petition signed by 5 members of the club who are in good standing. Such special meetings shall be held in the greater Denver 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 meetings shall be mailed by the Corresponding 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 20% of the Regular members in good standing.

Section 3. Board Meetings. Meetings of the Board of Directors shall be called by the Board at a time to be designated when needs of such meetings arise. They shall be held in the greater Denver area at least 6 times each fiscal year. Written notice of such meetings shall be given to the members of the board at least five days prior to the meeting. The quorum for such meetings shall be a majority of the Board.

Section 4. Special Board Meetings. Special meetings of the Board may be called by the President and/or shall be called by the Recording Secretary upon receipt of a written request signed by at least 3 members of the Board. Such special meetings shall be held in the greater Denver area 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 given by the Recording 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. The quorum for such meeting shall be a majority of the board.

Section 5. Voting. Each member in good standing whose dues are paid as described in Article II, section 2., for the current year shall be entitled to one vote at any meeting of the club at which he/she is present. Proxy voting will not be permitted at any club meeting or election.

Article IV Directors & Officers

Section 1. Board of Directors. The Board shall be comprised of the President, Vice President, Corresponding Secretary, Recording Secretary, Treasurer, and Past President if available, or a designate, and three other persons all of whom shall be members in good standing and all of who will hold full voting status in Board matters.

The Officers and Board members shall be elected to one-year terms at the clubs 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.

In the event that the past President is unavailable to serve on the Board for one year immediately following his/her term, the position will be filled by any elected club member in good standing.

Not more that one member of a household/family may serve as an Officer or Board Member at the same time.

Only individuals with Regular memberships are eligible to serve as Officers or Board Members.

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) President: The President shall preside at all meetings of the Club and the Board and shall have the duties and powers normally appurtenant to the office of President in addition to those specified in these bylaws.
- (b) Vice President: 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) Recording Secretary: The Recording Secretary shall keep a record of the meetings of the Club and of the Board and of all matters at which a record shall be ordered by the Club. He/she shall provide copies of the minutes to each member of the Board within 14 days after each meeting.
- (d) Corresponding Secretary: The Corresponding Secretary shall have charge of the Clubs correspondence, notify new members their election to membership and notify officers and directors of their election to office.
- (e) Treasurer: The Treasurer shall collect and receive all monies due or belonging to the Club. Monies shall be deposited in a bank designated by the Board, in the name of the club. The financial records shall at all times be open to inspection by the board and a report shall be given at every meeting of the condition of the club's finances

and every item of receipt or payment not before reported; and at the annual meeting an accounting shall be rendered 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.

Section 3. Vacancies. Any vacancies occurring on the board or 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 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

The Club Year, Annual Meeting, Elections

Section 1. Club Year. The Club's fiscal year shall begin on the 1st day of January and end on the last 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 November, at which Officers and Directors for the ensuing year shall be elected by secret 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 the successor in office all properties and records relating to that office within 30 days after election.

Section 3. Elections: The nominated candidate for office receiving the greatest number of votes for that office shall be declared elected. The nominated candidates for other positions available on the Board who receive the greatest number of votes for such positions shall be declared elected.

Section 4. No person may be a candidate in the Club election who has not been nominated. During the month of August, the Board may appoint a nominating committee consisting of three members and two alternates, not more than one of who shall be a member of the Board. The Recording Secretary shall immediately notify the committee members and alternates of their selection. The Board shall name a Chairman for the committee and it shall be his/her duty to call a committee meeting before the 20th of September.

- (a) The committee shall nominate one candidate for each office and one candidate for each board position, and after securing the consent of each person so nominated, shall immediately report nominations to the Recording Secretary in writing.
- (b) Upon receipt of the Nominating Committee's report, and to allow ample time for thought and consideration by the candidates, the Recording Secretary shall notify each candidate of the slate at least two weeks prior to the October meeting. The

Recording Secretary shall also notify the Newsletter Editor in writing of the nominated candidates for publication in the Newsletter.

- (c) Additional nominations may be made at the October meeting by any member in attendance provided that the person so nominated does not decline when his/her name is proposed, and provided further that if the proposed candidate is not in attendance at this meeting, his/her proposer shall present to the Recording Secretary a written statement from the proposed candidate signifying his/her willingness to be a candidate. No person may be a candidate for more than one office.
- (d) Nominations cannot be made at the annual meeting or in any manner other than provided in the 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 specialty shows, performance events, trophies, annual prizes, membership and other fields, which may be served by committees. Such committees shall always be subject to the final authority of the Board.

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.

Section 3. Committees are automatically terminated after fulfillment of their specific duties. Committees must report to, and seek Board approval on any aspect that affects either the Club's finances or reputation.

Section 4. Event chairman vacancies will be published in the newsletter allowing all interested members the opportunity to volunteer for the position. Six to 18 months prior to an event, depending on the type of event, a chairman for the event will be named after approval by the Board of Directors.

Section 5. In the event that no club member is willing to serve as Chairman for an event, the Board of Directors has the authority of cancel the event.

Section 6. Judges Selection: In an event that requires judges, a Judges Selection Committee will be established. Written notification must be made to the membership at least 14 days prior to the judges selection meeting, inviting all interested members to participate. Judges selection committees will establish a list of judges for each event at least 6 months prior to the event. The proposed judging panel must be submitted and approved by the Board of Directors prior to contacting the panel and offering a judging assignment. Consideration should be given to the quality and credibility of each judge as well as the financial impact of the event to the Club.

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 for alleged misconduct prejudicial to the best interests of the Club or the breed. Written charges with specifications must be filed in duplicate with the Recording Secretary together with a deposit of \$25.00 which shall be forfeited if such charges are not sustained by the Board following a hearing. The Recording 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 which would be prejudicial to the best interests of the Club. If the Board considers that the charges do not allege conduct which would be prejudicial to the best interests 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 weeks nor more than six weeks thereafter. The Recording 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/her own defense and bring witnesses if he/she 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 majority vote of those present, reprimand or suspend the defendant from all privileges of the Club for not more than 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/her fellow members at the ensuing club meeting which considers the Board's recommendation.

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 the 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/her own behalf if he/she wishes. The membership 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 not 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 Recording 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 Recording Secretary for a vote within 3 months of the date when the petition was received by the Recording 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 mailed to each member at least 2 weeks prior to the date of the meeting. The vote for amendments shall be by secret ballot.

Article VIII Dissolution

Section 1. 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 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 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 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 President
- Report of Recording Secretary
- Report of Treasurer
- Reports of committees
- Election of Officers and Board (at annual meeting)
- Reading of membership applications
- Election of new members

Unfinished business
New business
Adjournment

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

Reading of minutes of last meeting
Report of Recording Secretary
Report of Treasurer
Reports of committees
Unfinished business
New business
Adjournment

Article XI 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 these bylaws and any special rules of order the club may adopt.