

Constitution & Bylaws

Of

The Seminole Dog Fanciers Association, Inc.



Seminole County, Florida

(Revised & Ratified December 11, 2002)

Constitution

ARTICLE I - NAME AND OBJECTIVES

SECTION 1 – The name of the Club shall be Seminole Dog Fanciers' Association, Incorporated. (Club)

SECTION 2 – Objectives:

- A) To further the advancement and do all in its power to protect the interests of all purebred dogs.
- B) To conduct dog shows and other events under the rules and regulations of The American Kennel Club in the Greater Seminole County Area.
- C) To encourage sportsmanlike behavior at all events including, but not limited to, dog shows, obedience trials and performance events.

SECTION 3 – Incorporation:

- A) The Club shall be incorporated in Seminole County in the state of Florida.
- B) The Club shall not be conducted or operated for profit.
- C) No member or individual may personally profit from the Club's treasury.

SECTION 4 – Modifications:

- A) The members of the club may from time to time revise and adopt such bylaws as are required to carryout these objectives.

Bylaws

ARTICLE I - MEMBERSHIP

SECTION 1 – Eligibility: There shall be four (4) classifications of membership open to all persons who are in good standing with the AKC and who subscribe to the purposes of this Club. While membership is to be unrestricted as to residence location, the Club's primary purpose is to be representative of the breeders and exhibitors of the Greater Seminole County, Florida area. The membership classifications are:

- A) Regular Member – Minimum eighteen (18) years of age in good standing with the AKC and shall have one vote.
- B) Family Members - Shall include all residents of one household. There shall be no more than two votes per family, which may be exercised by any family member 18 years of age or older.
- C) Junior Members – Ten (10) years through Seventeen (17) years of age;
 - 1) Cannot vote or hold office but may serve on committees or event rosters subject to the approval of the committee chairperson.
 - 2) Are subject to all provisions of Section 3.
 - 3) Sponsors of junior members will be responsible for said junior member's conduct and actions at all Club functions.
- D) Honorary Members –
 - 1) Cannot vote or hold office but may serve on committees or event rosters subject to the approval of the committee chairperson.
 - 2) Such membership will be reserved for persons who have served the fancy and the Club in a meritorious way.
 - 3) Honorary members may achieve voting rights by paying regular membership dues.

SECTION 2 – Dues:

- A) The annual membership dues shall be set by the Board within the following structure:
 - 1) Regular Member dues shall not be more than \$25.00.
 - 2) Family Member dues shall not be more than \$30.00.
 - 3) Junior Members will not pay dues

- 4) Honorary Members will not pay dues.
- B) Dues Notification & Remittance:
 - 1) On or before the first day of February the Secretary shall send a dues notification to each member.
 - 2) Dues shall be remitted on or before the first day of April of each year.
 - 3) A membership will be considered terminated if said member's dues remain unpaid 60 days after their due date.
 - 4) The Board may grant an additional grace period of up to 6 months to said delinquent member, as it deems necessary.

SECTION 3 – Election to Membership:

- A) Each applicant for membership shall apply on a form approved by the Board of Directors.
- B) The application shall provide that the applicant agrees to abide by the Club's Constitution, By-laws, and Code of Ethics and the rules and regulations of the AKC.
- C) The application shall require the name, address and occupation of the applicant and it shall carry the endorsement of two eligible members in good standing as sponsors.
- D) The applicant shall remit dues based on the applicable membership classification for the current year.
- E) Applications are to be filed with the Secretary.
- F) Each application will be read aloud at the first meeting of the Board following its receipt.
- G) The Board will discuss and vote on the acceptability of the applicant. The Board will make its recommendation known to the membership at the next general meeting. There will be discussion and a vote will be called to accept or reject the applicant.
- H) Prior to discussion and voting on a membership applicant, non-members will be asked to withdraw from the meeting room.
- I) Voting will be by written ballot and shall require a 75% (3/4) majority of eligible members present to elect applicant to membership. Rejected applicants may reapply after a six (6) month period.

SECTION 4 – Termination of Membership:

- A) Resignation.
 - 1) Any member in good standing may resign from the Club upon delivery of written notice to any current Board member. Said resignation is effective upon receipt. No further action or notification is required. Rescission or recanting of a delivered resignation will be neither considered nor accepted under any circumstances.
 - 2) Resignation, when in debt to the Club, does not nullify a member's indebtedness.
- B) Non-Payment of Annual Dues.
 - 1) A membership will be considered terminated if said member's dues remain unpaid 60 days after their due date.
 - 2) The Board may grant an additional grace period of up to 6 months to said memberships, as it deems necessary.
- C) Expulsion - Membership may be terminated by expulsion as provided in these Bylaws.

ARTICLE II – MEETINGS AND VOTING

SECTION 1 – Club Meetings:

- A) A minimum of 10 club meetings, as designated by the board, will be held in the greater Seminole County area, usually on the 2nd Wednesday of the month. The Board may elect to modify meeting places, times and dates, as it deems necessary.
- B) The quorum for said meeting shall be 20% of the members in good standing.
- C) Notice of said meetings will go out at least seven days prior to the date of the meeting.
- D) Any member or guest who creates a disturbance at any Club Function will be asked to leave and will be removed if they do not comply with said request.
- E) These bylaws, together with Robert's Rules of Order Newly Revised and the laws of the State of Florida, shall govern the conduct of business at the Club's meetings.

SECTION 2 – Special Club Meetings:

- A) Special Club meetings may be called by the President, or as follows:

- 1) A majority vote of the Board at any regular or special meeting of the Board.
 - 2) The Secretary upon receipt of a petition signed by 20% of the Club members in good standing.
- B) Such special meetings shall be held in the greater Seminole County area at such place, date and hour as may be designated by the person or persons authorized herein to call such meetings.
 - C) Notice of such special meetings shall be sent by the Secretary at least 5 and not more than 15 days prior to the date of the meeting. Said notice shall state the purpose and agenda of the meeting and no other Club business may be transacted at that meeting.
 - D) The quorum for such a meeting shall be 20% of the eligible members.

SECTION 3 – Board Meetings:

- A) A minimum of 10 Board meetings, as designated by the board, will be held in the greater Seminole County area annually, usually on the 1st Wednesday of the month. The Board may elect to modify meeting times and dates, as it deems necessary.
- B) Notice of said meeting will go out at least 5 days prior to the date of the meeting.
- A) The quorum for said a meeting shall be a simple majority of the Board,

SECTION 4 – Special Board Meetings:

- A) The President can call special meetings of the Board, as he/she deems necessary.
- B) The Secretary will call a special Board meeting upon receipt of a verified request from at least three members of the Board.
- C) Such special meetings shall be held in the greater Seminole County area at such place, date and hour as may be designated by the person or persons authorized herein to call such a meeting.
- D) Notice of said meeting will go out at least 5 days and not more than 15 days prior to the date of the meeting. Advance meeting notice shall not be required when a quorum of the board is present at a club function and agrees that the board needs to meet at that time to discuss certain club business.
- E) Said notice shall state the purpose and agenda of the meeting and no other Club business may be transacted at that meeting.
- F) The quorum for said meeting shall be a simple majority of the Board.

SECTION 5 – Voting:

- A) Regular members in good standing are entitled to one vote on each issue presented for a vote at every meeting they attend.
- B) Family memberships are entitled to a maximum of 2 votes on each issue presented for a vote at every meeting they attend if 2 or more family members are present. If only 1 family member is present, a maximum entitlement of 1 vote per issue will apply.

ARTICLE III – BOARD, OFFICERS AND DIRECTORS

SECTION 1 – Board of Directors:

- A) The Board shall be comprised of the President, Vice-President/Treasurer, Secretary and two (2) Directors at Large.
- B) The Board is charged with the administration and management of the Club and it's affairs.

SECTION 2 – The Club's Officers and Directors, their duties, responsibilities, terms and empowerment of office are as follows:

- A) The President (2 year term):
 - 1) Shall preside at all official functions of the Club.
 - 2) Is empowered to act for the Club by making decisions required to promote and maintain it's best interests.
 - 3) Will be a de-facto member of all committees.
 - 4) Authorize all formal instruments.
 - 5) Will be responsible for the overall administration of the Club's business and affairs.
 - 6) Will be a signatory on all Club financial accounts.

- 7) Shall be bondable.
- B) The Vice-President/Treasurer (2 year term) shall have charge of the Club's finances including, but not limited to:
 - 1) Collect and deposit all monies in the Club's accounts.
 - 2) Issue payment for the Club's payable accounts.
 - 3) Provide an accounting of receipts & payments to the Secretary for record keeping.
 - 4) Shall be bondable.
 - 5) Additionally, the Vice-President/Treasurer shall have the duties and exercise the powers of the President in case of the President's death, absence, incapacity or resignation.
- C) The Secretary (2 year term) shall have charge of all of the Club's correspondence and records including, but not limited to:
 - 1) Notification of meetings.
 - 2) Maintenance of the membership roster.
 - 3) Record the minutes of all Club meetings.
 - 4) Maintain the Club's financial records from information as provided by the Vice-President/Treasurer.
- D) Director at Large (2 year term) shall provide guidance and input to the officers in the general administration of the Club's affairs.

Officers and directors terms are to be staggered in class years to promote continuity of administration and purpose. In order to facilitate this some initial terms might need to be shortened.

SECTION 3 – Vacancies:

- A) The Vice President/Treasurer shall fill a vacancy in the office of the President automatically. The office of the Vice-President/Treasurer shall than be filled by Board appointment by a majority vote of the Board.
- B) Any other vacancies occurring on the Board shall be filled by appointment of the Board by a majority vote at the next regular Board meeting.
- C) Vacancies filled in this manner are not subject to eligibility requirements for nomination to office.

ARTICLE IV – THE CLUB YEAR, ANNUAL MEETING, ELECTIONS

SECTION 1 - Club Year:

- A) The Club's fiscal year shall begin on the 1st day of July and end on the 30th day of June.
- B) The term of office for the Officers and Directors shall coincide with the Club's fiscal year.

SECTION 2 – Annual Meeting:

- A) The annual meeting shall be held in the month of June at which Officers and Directors for the ensuing year shall be elected by written ballot from among those nominated in accordance with Section 4 of this Article.
- B) Officers and Directors shall officially take office at 12:01am, July 1st.
- C) Each retiring officer shall turn over to his/her successor in office all properties and records relating to that office prior to the next Board meeting.

SECTION 3 – Elections:

- A) The candidate receiving the greatest number of votes for each office shall be declared elected
- B) The two nominated candidates for Director at Large, individually receiving the greatest number of votes cast for said positions, shall be declared elected.
- C) All elections are independent entities. A candidate is considered elected to the position upon notification and acceptance of their successful candidacy. The eligibility of a certain candidate or viability of a singular election to a particular office will not negate an election for any other office. If an election for an office must be held again for any reason, the sitting Board member holding that office will continue in their current position until the applicable nomination/election process has been completed. Once an election is final, an Officer or Director at Large shall serve out their full term.

SECTION 4 – Eligibility for Office:

- A) A member must have attended at least five official club functions as a member in good standing within the

current club year to be eligible for office.

- B) No person may be a candidate for a Club office who has not been nominated.

SECTION 5 – Nomination Procedure:

- A) During the month of March, the Board shall select a nominating committee consisting of three members and one alternate, only one of whom may be a member of the Board.
- B) The Secretary shall immediately notify the committee and alternate of their selection.
- C) The Board shall designate a chairperson for the committee whose duty it shall be to call a committee meeting, which shall be held on or before April 15th.
- D) The Committee shall nominate one candidate for each office and director's position to be contested that year and, after securing the consent of each person nominated, shall report the nominations to the Secretary in writing or via e-mail.
- E) Upon receipt of the nominating committee's report, the Secretary shall, prior to the May meeting, notify each eligible voting member, in writing or via e-mail, of the candidates nominated.
- F) Additional nominations may be made from the floor at the May meeting by any attending eligible member provided that the person nominated does not decline when proposed or that the nominator presents to the Secretary a written statement in the proposed candidate's absence demonstrating their willingness to be a candidate.
- G) No person may be a candidate for more than one position.
- H) Nominations cannot be made at the annual meeting or in any special meeting prior to the election.

ARTICLE V – COMMITTEES

SECTION 1 – The Board may, each year, appoint standing committee chairpersons to advance the work of the Club in matters as dog shows, obedience trials, trophies, annual awards, membership and other areas which may be served by committees.

- A) Any committee action shall be subject to the final approval of the Board.
- B) The committee chairperson will be appointed and/or approved by the Board.
- C) The Board shall establish operating budget parameters, which chairpersons will work within. Expenditures beyond said parameters will require further Board approval.
- D) The Board may terminate any appointment by majority vote. Written/e-mail notice will be sent to the member.
- E) The committee chairperson will fill committee vacancies.

SECTION 2 – Standing committees that are to exist each year, consist of the following:

- A) Show consisting of sub-committees for the following as applicable:

Conformation – Performance – Obedience – Hospitality – Trophy – Judges

- B) Match
- C) Awards & Annual Meeting
- D) Nominations
- E) Membership
- F) Eye Clinic
- G) Web Site & Publicity

ARTICLE VI – DISCIPLINE

SECTION 1 - American Kennel Club Suspension: Any member who is suspended from AKC privileges shall automatically be suspended from the Club for the same time period.

SECTION 2 – Allegation of prejudicial conduct: Any member may prefer charges against another member for alleged conduct prejudicial to the best interests of the Club.

- A) Written allegations must be filed with the Secretary accompanied by a deposit of \$50.00, which shall be forfeit if said allegations are not sustained following a judiciary hearing.
- B) The Secretary will provide each Board member with a copy of said allegations on a timely basis prior to or at the subsequent Board meeting.
- C) The Board shall consider the merit of the allegations in the context of being prejudicial to the best interests of the Club. The Board shall either entertain or decline jurisdiction in the matter.
- D) If the Board entertains jurisdiction it shall fix a date for a hearing by the Board not less than three weeks nor more than eight weeks thereafter.
- E) The Secretary shall promptly send one copy of the allegations to the accused member, by Certified Return Receipt mail, accompanied by a notice of the date, time, and location of the judiciary hearing and an assurance that the defendant may appear in their own defense and bring witnesses if they so desire.

SECTION 3 – Board Hearing:

- A) The Board shall have complete authority to decide whether counsel may attend the hearing and/or represent either the defendant or the complainant.
- B) Both complainant and defendant shall be treated uniformly.
- C) After hearing all evidence and testimony and deciding to sustain the allegations, the Board may, by majority vote of those present, reprimand or suspend the defendant's membership for up to six months from the date of the hearing.
- D) The board may make a further recommendation of expulsion to the general membership if it deems the conduct to be of a serious enough nature.
- E) Suspension shall not restrict the defendant's right to appear before the general membership body when the expulsion is voted upon.
- F) The Secretary shall record all of the proceedings and notify all parties of the decision rendered.

SECTION 4 – Expulsion Hearing & Vote:

- A) Expulsion from membership after Board recommendation will be by 2/3 vote of the membership body present.
- B) This proceeding will occur at a regular or special meeting of the Club held within 60 days but not earlier than 30 days from the date of the Board's recommendation.
- C) The President shall read the Board's findings and recommendations and shall ask the defendant to speak in their own behalf, though no new evidence shall be presented at this meeting.
- D) The membership shall than vote by written ballot on the proposed expulsion.
- E) If the membership votes not to expel, the Board's suspension shall stand.

ARTICLE VII – AMENDMENTS

SECTION 1 – Amendments to the Constitution and By-Laws may be proposed by the Board or by written petition.

- A) The petition is to be addressed to the Secretary signed by twenty percent of the eligible membership.
- B) Amendments proposed by such petition shall be considered by the Board at its next meeting and will be submitted to the members with the Boards recommendation at the subsequent general membership meeting.
- C) Amendments proposed by the Board will be submitted to the membership at the next general membership meeting.

SECTION 2 – The Constitution and By-laws may be amended as necessary to carry out the objectives of the Club,

- A) An amendment requires a 2/3 affirmative vote of the members in good standing, present and voting at any regular or special meeting called for the purpose.
- B) The proposed amendments must have been included in the notice of the meeting sent to each member at least 5 days prior to the date of the meeting.

ARTICLE VIII – DISSOLUTION

SECTION 1 – Dissolution:

- A) The Club may be dissolved at any time by written consent of not less than 2/3 of the eligible members.
- B) In the event of the dissolution of the Club, other than for the purposes of reorganization, whether voluntary or involuntary or by operation of law, none of the property of the Club nor any proceeds thereof, nor any assets of the Club shall be distributed to any member of the Club.
- C) After payment of all debts of the Club, its property and assets shall be given to a charitable organization for the benefit of dogs as selected by the Board.

ARTICLE IX – ORDER OF BUSINESS

SECTION 1 – Membership Meetings: The general order of business, so far as the character and nature of the meeting may permit, shall be as follows;

- (A) Roll Call
- (B) Reading of the Minutes
- (C) President’s Report
- (D) Secretary’s Report
- (E) Treasurer’s Report
- (F) Committee Reports
- (G) Old Business
- (H) New Business
- (I) Election of New Members
- (J) Adjournment

SECTION 2 – Board Meetings: The order, unless otherwise directed by majority vote of those present, shall be as follows:

- (A) Reading of the Minutes
- (B) Secretary’s Report
- (C) Treasurer’s Report
- (D) Committee Reports
- (E) Old Business
- (F) New Business
- (G) Adjournment

END