

# Los Alamos Dog Obedience Club, Inc.

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Constitution  
Revised September, 2005

## **Preamble**

We the members of the Los Alamos Dog Obedience Club, Inc., desiring to advance and encourage the training of dogs in any field of endeavor, establish this Constitution and By Laws for the Los Alamos Dog Obedience Club, Inc.

## **Article I Name**

The name of this organization shall be the Los Alamos Dog Obedience Club, Inc.

## **Article II Purpose**

The purpose of the Club shall be to promote the training, exhibition, and welfare of dogs; to disseminate knowledge regarding training of dogs and their handlers and the breeding of pure-bred dogs; to hold and support obedience trials under the rules and regulations of the American Kennel Club or United Kennel Club, but the Club shall not be limited to training in only those areas where the American Kennel Club or United Kennel Club has established rules and guidelines.

## **Article III Membership**

**Section 1** - The Club shall consist of active members who are at least 18 years of age.

**Section 2** - Members will be accepted as provisional members on receipt of application and payment of the initiation fee, as long as they have attended at least one monthly club meeting. After one year of provisional membership, provisional members that have fulfilled the requirements of provisional membership as set out in the policies may be voted on by the club for approval as regular club members. Said individual shall remain a member of the Club as long as

- a) he/she has not been suspended by either the American Kennel Club or United Kennel Club,
- b) his/her dues are paid,
- c) he/she has not been suspended under Article VIII.

Regular club members may choose to be either associate or full members, as defined in the club policies. Members who have 20 years or more of membership are considered lifetime members, as defined in the policies. Provisional members that either do not fill the requirements of provisional membership or are not voted in as regular club members may not apply for membership again for 3 years from the end of their provisional membership. Provisional members must spend at least one year after their provisional membership as full members.

Provisional members may not be officers of the club.

## **Article IV Voting**

**Section 1** - Only members in good standing may vote. All members may vote on general motions affecting club business. Only regular members may vote for new members to join the club. Only regular members meeting the requirements set forth in Article 4, Section 4 may vote at the annual meeting for officers, and may vote for expulsion of members or dissolution of the club.

**Section 2** - No proxies shall be voted at any time.

**Section 3** - Absentee ballots shall be accepted for all voting. In the case of an expulsion, impeachment, or recall vote, absentee ballots will only be accepted from members who are up to date in their dues and in the preceding 12 months, meet the criteria for voting as listed in Section 4 below.

**Section 4** - No regular member may vote at an Annual Election unless he/she has attended at least two regular meetings during the election term and has done any two of the following:

- a) attended an additional regular meeting;
- b) served on a trial or match committee;
- c) stewarded at a trial or match, or judged at a match;
- d) served as a class instructor or assistant for a minimum of six hours; or
- e) participated in a LADOC sanctioned activity, including approved volunteer activities.

Activity (a) must be documented by the Secretary

Activities (b) through (d) must be documented by the Director of Training or the Trial or Match Chairman and given to the Secretary prior to the Annual Meeting. Activity (e) must be documented by the Volunteer Coordinator and given to the Secretary prior to the Annual Meeting. There shall be an annual roll call to let members know who is eligible to vote.

**Section 5** - Absentee ballots shall be cast as follows; Members desiring to cast absentee ballots shall either request ballots from the Secretary or prepare their own. The marked ballot shall be placed in a sealed envelope which has the word "ballot" on the outside. The voter shall place that envelope inside another sealed envelope which shall be marked "ballot" and bear the voter's signature across the sealed flap. The ballot shall be made available to the Secretary prior to the start of the meeting at which the ballot is to be voted.

## **Article V Meetings**

**Section 1** - There shall be an Annual Meeting held a maximum of thirteen months following the preceding Annual Meeting.

**Section 2** - At least two weeks notice of the Annual meeting shall be given to all active members in good standing.

**Section 3** - Regular and special meetings shall be held as stated in the Bylaws.

#### **Article VI Administration of the Club**

**Section 1** - The Executive Board shall handle routine administrative matters of the Club, except as otherwise directed by the membership.

**Section 2** - The Executive Board shall consist of seven Directors, who shall be the President, Vice President, Recording Secretary, Corresponding Secretary, Treasurer, Director of Training, and Trial Chairman. If these positions are not held by seven distinct individuals, the additional Director(s) shall be appointed from the membership at large by the President with the Executive Board's approval.

**Section 3** - The President, Vice President, Secretary(s), Treasurer, and Director of Training shall be elected at the Annual Meeting. Vacancies shall be filled in accordance with the Bylaws.

#### **Article VII Quorum**

**Section 1** - One-third of the Club members or ten members, whichever is the lesser, shall constitute a Quorum to conduct business at any meeting of the Club. Club members that reside out of state or otherwise are not able to attend club meetings or members that have not attended a club meeting or assisted with a LADOC event in at least one year may at the discretion of the board of directors not be counted as members for purposes of determining a quorum.

**Section 2** - Three members of the Executive Board shall constitute a quorum to conduct business at any Executive Board meeting.

#### **Article VIII Discipline**

**Section 1** - American Kennel Club or United Kennel Club Suspension.

Any member who is suspended from the privileges of the American Kennel Club or United Kennel Club automatically shall be suspended from the privileges of the Club for the same period.

**Section 2** - Expulsion Procedures

Any member (provisional or regular) may be expelled for conduct prejudicial to the best interest of the club. The expulsion must take place in one of the three ways described below:

a) If fewer than five regular members bring charges against another member(s), those charges must be presented in writing to the Executive Board. A Board meeting shall be

held and all concerned parties shall be informed and present as in VII,2,b. The Board shall determine if the charges are to be dropped or brought before the members at the next regular meeting. If it is decided to bring the charges before the membership, the same procedures apply as are outlined in VII,2,b.

b) If five or more regular members prefer charges against another member(s), the charges must be presented in writing to the Executive Board. The Board must then provide the party charged with a copy of the charges. The charging parties and the charged party(s) may attend the meeting and shall have equal opportunity to present their cases. The Board shall have complete authority to decide who else may attend the meeting. If the party(s) are not there to present the case against the charged, it will be assumed that the charges have no validity. After the Board meeting, unless all parties drop such charges, the matter shall be voted upon at the next regular meeting, provided written notice can be mailed to all members at least ten days prior to said regular meeting. The Secretary must also send a copy of the charges to the accused member(s) by certified mail ten days prior to said meeting, informing the person(s) of the date and announcing that the charged member(s) may bring witnesses if appropriate.

c) The Executive Board may, by a majority vote, initiate an expulsion action. The member(s) being charged shall have the right to come before the Board to hear the charges. The Board shall notify all members in writing at least ten days prior to the next regular meeting. The meeting shall follow the form set down in VII,3.

### **Section 3 - Voting on Expulsion**

When one of the foregoing procedures for expulsion has been completed, a meeting shall be held at which both sides shall have an equal opportunity to present their information to the membership. Then a vote on expulsion shall take place. The vote must be taken by secret ballot and may not be tabled or in any other way delayed. A majority of those members voting plus one is required for expulsion.

**Section 4** - New members may not be added to the Club if an expulsion action is pending under any of the sections above.

### **Section 5 - Impeachment, Recall**

Impeachment or recall of any officer may occur, following the procedures covered in VII,2, by "a majority plus one" vote of the members present and voting at any regular meeting.

### **Article IX Amendments**

Any proposed amendment to the Constitution or Bylaws must be made in writing to the Executive Board, who must present it at the next regular meeting. The proposed amendment(s) to the Constitution or Bylaws shall be voted upon at the second regular meeting following the initial presentation to the Executive Board. Notification to the membership of the said second meeting shall include a statement of the proposed amendment(s).

## **Article X Dissolution**

### **Section 1 - Voluntary Dissolution.**

Should it seem advisable to the Board, or upon written petition signed by 20% or more of the regular members eligible to vote in the annual meeting, the Board of Directors shall adopt a resolution recommending that the Corporation known as Los Alamos Dog Obedience Club be dissolved and directing that the question be submitted to the members at either an Annual Meeting or a special meeting. Written notice that the purpose of the meeting is to consider the advisability of dissolving the Club shall be given to each member entitled to vote. Adopting a resolution to dissolve the Club requires the affirmative vote of at least two-thirds of the members present. Upon adoption of such a resolution, the Club shall cease to conduct its affairs except as may be necessary for the winding up thereof, shall transmit notice of the proposed dissolution to each known creditor, and shall collect and distribute its assets as provided in Section 2, below.

### **Section 2 - Distribution of Assets.**

In the event of dissolution of the Club, voluntary or involuntary or by operation of law, none of the property or assets of the Club nor any proceeds thereof shall be distributed to any member of the Club or any private individual. After adopting a resolution to dissolve, the Club shall:

- a) Pay and discharge all liabilities and obligations.
- b) Transfer, and convey all assets held upon condition of such disposal in the event the Club can no longer put them to the intended use.
- c) Transfer or convey to one or more nonprofit organizations engaged in activities similar to Los Alamos Obedience Club, all assets received and held by the Club for use only for charitable, benevolent, educational, or similar purposes.
- d) Transfer any remaining assets to a nonprofit organization for the benefit of dogs that shall be designated by the Board.

# Los Alamos Dog Obedience Club, Inc.

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Bylaws  
Revised September, 2005

## **Article I      Membership**

**Section 1** - If a provisional member is not voted in as regular member of LADOC within 14 months of receipt of their provisional membership application, they will no longer be a member of LADOC.

**Section 2** - The procedure for voting on a request for regular membership is as follows:

- a) Notification that the individual(s) will be voted on is included in the announcement of the next meeting.
- b) After the vote, the club officers inform the applicant of the outcome.

**Section 3** - Membership shall be individual or family. Minor children of any member and living at home shall be considered as members for training and special activities.

**Section 4** – Each adult member shall be allotted one vote. Minor children have no vote and shall not hold office.

## **Article II      Administration**

**Section 1** - The President of the Club shall appoint a nominating committee consisting of three or five regular members in good standing, three regular meetings prior to the annual meeting. At the next regular meeting, the committee will announce their selections. The nominations will be listed in the meeting notice one meeting prior to the election. At the meeting prior to the election, nominations may be made from the floor with approval from the nominated person. The final nominations will be published in the notice for the annual meeting. Nominations will not be permitted at the Annual Meeting. All contested offices shall be voted on by secret ballot.

**Section 2** - Officers shall be elected by a majority vote of all regular members in good standing present and voting at the Annual Meeting. In case of a tie for any office, a special meeting shall be called at which a secret ballot shall be taken for the office in which the tie occurred. In the event of a tie at the special meeting, the executive board will meet and resolve the tie. The terms of office are to begin on January 1.

**Section 3** - If the office of President becomes vacant, it shall be filled by the Vice President. The President shall fill vacancies in other offices by appointment, with the consent of the remaining members of the Executive Board.

**Section 4** - No officers except the Secretary and Treasurer may succeed themselves after two successive full terms in office. The Secretary and Treasurer may succeed themselves as often as is deemed necessary by the Club.

**Section 5** - Except as provided in the Constitution, business of the Club shall be accomplished by a majority vote of the members present and voting.

### **Article III Duties of the Officers**

**Section 1** - The President shall discharge the usual duties of his/her office and preside over the Executive Board. It shall be his/her specific duty to bring forth all ideas presented and to assure that a reasonable discussion is made by all members who so desire. He/she should also be conversant with the Constitution of this Club and the rules of order.

**Section 2** - The Vice President shall act in the absence of the President. It is also his duty to be conversant with the rules of order and the Constitution of this Club.

**Section 3** - The Secretary(s) shall have charge of all correspondence of the Club. He/she/they shall record all actions of the Club and Board. The Secretary(s) shall keep copies of all correspondence a minimum of one year. The Secretary(s) shall keep a roll of the members of the Club, their addresses, and their record of attendance at the Club meetings.

**Section 4** - The Treasurer shall receive all moneys due the Club and keep a proper account of the same and deposit funds in the name of the Club in an established local bank. He/she shall pay all expenditures which have been authorized by the Club and report bills paid and payable. The Treasurer shall provide the Secretary with a petty cash fund for routine expenses which shall be accounted for by the Secretary. If, in the opinion of the Executive Board, it would appear that the funds of the Club are sufficiently large to warrant such action, the Treasurer shall be bonded in an amount to be agreed upon and at the expense of the Club. The Treasurer's books shall be open at all times to the inspection of the membership, and he/she shall report at every meeting the condition of the finances of the Club, filing such report with the Secretary's minutes. He/she shall co-operate with the Auditing Committee in preparing their annual report to the meeting at large.

**Section 5** - The Director of Training shall be responsible for selecting the Club trainers and responsible for following training methods according to the wishes of the membership. He/she shall establish what training classes are given and set the schedule for all classes.

**Section 6** - Indemnification. The Corporation known as Los Alamos Dog Obedience Club may indemnify any director or officer, or any former director or officer of the Club, against expenses, costs, and attorney's fees actually and reasonably incurred in connection with any action, suit, or proceeding, civil or criminal, to which he or she is

made a party by reason of having been a director or officer. The indemnification may include any amounts paid to satisfy a judgment or to compromise or settle a claim. The director or officer shall not be indemnified if he or she is guilty of negligence or misconduct in the performance of his or her duties. If the Club pays an officer's or director's expenses, costs, legal fees, judgment or settlement and it is subsequently determined that he or she was guilty of negligence or misconduct, then the officer or director must reimburse the Club; the Treasurer shall bill him/her for the amounts paid.

#### **Article IV     Committees**

The president-elect shall appoint the Chairpersons of all the committees that are deemed necessary for the operating of the Club in accordance with Club policy. Committee chairpersons may appoint sub-chairpersons and members to carry out the business of the committees. All committees shall serve from January 1 through the following December 31.

#### **Article V     Finances**

**Section 1-** Initiation fee shall be set by the membership and shall cover dues for the current fiscal year. Training fees paid during the previous period set by the membership shall be applicable toward the membership initiation fee.

**Section 2 -** Club dues may fluctuate with the condition of the treasury and shall be determined by a majority vote of any regular meeting.

**Section 3 -** Through their payment of dues, all members recognize the Constitution and By-Laws and subject themselves to all decisions reached by the Board or membership not inconsistent with the Constitution.

**Section 4 -** Annual dues are payable on or before January 1 of each year. No members may vote at the annual meeting whose current-year dues are not paid.

**Section 5 -** The Treasurer shall notify members who are two months delinquent in their dues.

**Section 6 -** A regular club member who resigns or drops membership by nonpayment of dues for more than three months from the time the dues are payable; but leaves the club as a member in good standing, may become a regular club member again upon request and payment of initiation fees.

#### **Article VI     Meetings**

**Section 1 -** Meetings shall be conducted in accordance with Robert's Rules of Order (Revised), except as otherwise specified.

**Section 2 -** Regular meetings shall be held as established by Club policy.

**Section 3** - Special meetings shall be called as directed by the President. In addition, the President must call a special meeting upon written petition of a quorum of the members, as defined in Article VII, Section 1, of the Constitution.

**Section 4** - Members shall be given notice of all meetings. The location of Club meetings shall be at a club member's home or in Los Alamos County.

#### **Article VII List of Policies**

The Club's order of business, fiscal matters, training structure, and rules and policies concerning the use of the training building and membership requirements and benefits for provisional, lifetime, full, and associate members shall be defined by a list of such policies kept by the Secretary. Those rules and policies may be changed from time to time as required by a simple majority of a quorum of members present at any official meeting.