

CENTRAL WI KENNEL CLUB

CONSTITUTION & BYLAWS

CONSTITUTION

These bylaws are subject to and governed by the State of Wisconsin, Not-For-Profit Corporation Statute 181 Laws and the Articles of Incorporation of the Central WI Kennel Club. In the event of a direct conflict between the provision of these bylaws and the mandatory provisions of the Wisconsin State Not-For-Profit Statute 181 Laws, the WI State Not-For-Profit Corporation Statute 181 Act will be controlling.

BYLAWS

ARTICLE I: NAME

The organization shall be known as the Central WI Kennel Club, hereafter referred to in this document as the "Club". Membership will be made up of dedicated dog enthusiasts of Central Wisconsin and surrounding areas, or any person duly elected to its membership.

ARTICLE II: PURPOSE

The purpose of this Club will be to promote the United Kennel Club and the future of dog related events in and around the community.

To fulfill this article, we promise:

1. To hold licensed UKC events that will be run in accordance with all the rules, policies, and procedures of the United Kennel Club. *(This includes, but is not limited to; breed standards, and the rules for all conformation and performance events.)*
2. To dismiss from our membership without hesitation those who violate these bylaws, the Code of Ethics, and the principles of good sportsmanship, including fair and honest conduct as outlined on ukcdogs.com.
3. The Club will not hold any other registry's events on the same day/location as that of any UKC event without the prior approval of UKC.
4. We reserve the right to refuse entry in our competitions, as well as membership in this Club to any individual, at the discretion of the Board of Directors and members. However, no person will be refused entry or membership on the basis of race, color, creed, sexual orientation, religion, gender, age, or national origin.

ARTICLE III: MEMBERSHIP

1. There shall be three (3) types of memberships:
 - a. Individual (\$15) – Individuals who are 18 years of age or older, are entitled to 1 vote.
 - b. Family (\$20) – Family memberships consist of 1 or 2 adults and all unmarried children under 18. Each adult is entitled to 1 vote.

- c. *Junior (Free)* – A non-voting member under the age of 18 on January 1st of the current year. Once a junior is no longer eligible for this membership, they must submit a new membership application with dues.
2. *Dues* – The dues of this Club will be in the amount decided on by the membership and will be payable on January 1st of the current year. Any dues not paid by March 1st of the current year will be dropped from the rolls. New members joining after July 1st shall pay prorated dues for the current year. The treasurer shall send to each member a statement of dues for the ensuing year.
3. *Election to membership* – Each applicant for membership shall apply on a form approved by the Board of Directors, which shall provide that the applicant agrees to abide by the bylaws and constitution, and rules of the United Kennel Club, Inc. Accompanying the application, the prospective member shall submit dues for the current year.

All applications for membership shall be filed with the Secretary and read at the 1st meeting following its receipt. Application must be approved by a 2/3rd's secret vote of the general membership present at the meeting. Applicants for membership who have been rejected by the Club can reapply six months after the date of rejection. Dues paid in November or December shall be applied to the next year.

4. *Continued membership* – The following will be conditions of continuing membership:
 - a. The attendance of as many meetings as possible. Meeting times and location is to be scheduled at least 30 days in advance.
 - b. Any member known to promote, support, or raise dogs for fighting; knowingly sell, give or trade dogs that will be used for fighting; condone or be associated with the facing off, game testing, rolling, or pitting of dogs will have their membership automatically revoked. The member will be reported to the United Kennel Club for disciplinary action as well.
5. *Termination of membership* – A membership may be terminated by one of the following prescribed methods. Any terminated member must reapply for membership.
 - a. *Resignation* – Any member may resign from the Club upon written notice to the secretary.
 - b. *Failure to reimburse* – Any member who fails to reimburse the Club for any debts owed to the Club (i.e., non-sufficient funds, damage to Club property, etc.) as outlined in an invoice and not reimbursed by the date specified in the invoice shall have their Club privileges revoked as outlined in section 10.5.
 - c. *Lapsed* – A membership will be considered lapsed and automatically terminated if member's dues remain unpaid 60 days after the first day of the current year. No member may vote at any meeting or Club business if dues are not paid after the 60-day period.
 - d. *Expulsion* – A membership may be terminated by expulsion as provided in 10.4 of the bylaws and constitution.

ARTICLE IV: MEETINGS & VOTING

1. *Regular Meetings* – Meetings of the Club shall be held on the fourth Tuesday of each month. Written notice shall be sent to each member prior to the date of each meeting. The quorum for

regular meetings shall consist of twenty (20) percent of the members in good standing. A majority vote of those present and voting at the meeting is necessary for approval. Meetings may be held in person or via electronic/telephone/computer interface unless otherwise indicated by the Board of Directors. Virtual meetings will be held via Zoom and will be determined by the membership and/or Board of Directors.

Meeting notice may be sent via USPS, electronic/telephone/computer interface. Written notice, if mailed shall be deemed given when mailed, notice in any other manner is effective when received

2. *Special Meetings* – Special membership meetings may be called by, either the President, a majority vote of the Board of Directors who are present at any regular or special meeting of the Board, or the Secretary upon written request of five (5) or more members in good standing. Written request must state the purpose of the requested meeting, be dated and signed. It shall be the duty of the Secretary to send written notice at least 10 days and no more than 14 days prior to the meeting, said notice shall state the purpose of the meeting and only business described in the notice shall be transacted thereof. The quorum for such a meeting shall be twenty (20) percent of the members in good standing. A majority vote of those present and voting at the meeting is necessary for approval.

Meeting notice may be sent via USPS, electronic/telephone/computer interface. Written notice, if mailed shall be deemed given when mailed, notice in any other manner is effective when received.

3. *Board Meetings* – Meetings of the board of directors shall be held on the fourth Tuesday of each month at such hour and place designated by or under the authority of the board. Written notice shall be sent by the Secretary at least five days prior to date of meeting. The quorum shall be a majority of the board. A majority vote of the board members present is necessary for approval, provided a quorum is present

A board meeting may be held in person, or via telephone/electronic/computer interface. Virtual meetings shall be held via Zoom and will be determined by the membership and/or Board of Directors.

Meeting notice may be sent via USPS, electronic/telephone/computer interface or other messaging medium.

4. *Special Board Meetings* – Special meetings of the board of directors may be called by the President, or the Secretary upon receipt of a written request signed by at least three (3) members of the board. Such special meetings will be held at a place, date and hour as designated by the person authorized to call such meetings. Written notice of such meeting shall be sent by the Secretary no less than 2 days and no more than 7 days prior to the date of the meeting.

A special board meeting may be held in person, or via telephone/electronic/computer interface. Virtual meetings shall be held via Zoom and will be determined by the membership and/or Board of Directors.

Meeting notice may be sent via USPS, electronic/telephone/computer interface or other common messaging medium. Written notice, if mailed shall be deemed given when mailed, notice in any other manner is effective when received.

ARTICLE V: ANNUAL MEETING & FISCAL YEAR

1. *Annual* – The annual meeting shall be held in November or December of each year. Board elections shall be held at this meeting and newly elected officers or board members shall take office on January 1 of the following year. A quorum for the annual meeting shall constitute of 2/3rds of the entire membership. The Club shall notify in writing each member who is entitled to vote, the meeting date, time and place no less than 10 days prior to said meeting.

Meetings may be held in person or via electronic/telephone/computer interface unless otherwise indicated by the Board of Directors. Virtual meetings will be held via Zoom and will be determined by the membership and/or Board of Directors.

Meeting notice may be sent via USPS, electronic/telephone/computer interface or other common messaging medium. Written notice, if mailed shall be deemed given when mailed, notice in any other manner is effective when received.

2. *Fiscal Year* – The fiscal year of the Club shall end on December 31st of each calendar year. This may be changed by resolution of the Board of Directors.

ARTICLE VI: BOARD OF DIRECTORS

1. *Board of Directors* – General management of the Clubs' affairs shall be entrusted to the Board of Directors. The Board shall be comprised of the officers listed in Article VII and two other persons, all of whom shall be members in good standing and shall be elected at the Clubs annual meeting. Directors who are officers, shall serve for two-year terms or until their successors are elected.

The directors who are not officers, terms shall expire December 31st every other year. The board of directors may increase or decrease the number of directors by resolution.

2. *Resignations* – Any director/officer of the Club can resign at any time verbally at a Club meeting or by giving written notice or his/her resignation to the Club. Resignations will be accepted immediately, unless otherwise specified.
3. *Vacancies* – Any vacancy in the Board of Directors, whether arising from death, resignation, removal (with cause), an increase in the number of directors, or any other cause, shall be filled by a majority vote of the directors then in office, at the next regular meeting. Each director so elected shall hold office for the remainder of the unexpired term of the vacancy. Except, a vacancy in the office of President shall be filled automatically by the Vice-President and the resulting vacancy shall be filled by the board.
4. *Removal* – Any director/officer may be removed for cause by a majority vote of the Board of Directors in office.
5. *Contracts* – The board of directors may authorize any officer to enter into any contract or execute and deliver any instrument in the name of and on behalf of the Club.
6. *Loans* – No loan shall be contracted on behalf of the Club, and no evidence of indebtedness shall be issued in its name unless authorized by a resolution of the Board of Directors. Such authority may be general or confined to specific instances.

ARTICLE VII: OFFICERS

1. *Tenure* - The President and Secretary shall be elected at the annual meet of every odd year, and the Vice-President and Treasurer shall be elected at the annual meeting of every even year. Any officer may succeed him/her. All elections shall be by secret written or mail-in ballot and will be decided by a simple majority vote. A member may hold no more than two positions in office during a term.
2. *President* – The President shall preside at each meeting of the Club and Board of Directors and will have the duties and powers normally pertaining to the office of President in addition to those specified in these bylaws.
3. *Vice-President* – The Vice-President shall have the duties and exercise the powers of President in case of the President’s absence, incapacity or death and shall assist the President whenever possible.
4. *Secretary* – The Secretary shall:
 - a. Keep a written record of all meetings of the Club and the Board
 - b. Have charge of the correspondence, including but not limited to notifying members of meetings and events, notifying new members of their election to membership and keep a roll of the members of the Club along with their current contact information. Notify officers and directors of their election to office.
 - c. Carry out other such duties as are prescribed in these bylaws.
5. *Treasurer* – The Treasurer shall:
 - a. 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.
 - b. Disburse the funds of the Club and supervise the investments of its funds, taking proper vouchers.
 - c. The checks on the account(s) of this Club will be signed by either the President, Secretary and/or Treasurer.
 - d. The books shall at all times be open to inspection by the board and a report shall be given at every meeting on the condition of the Club’s finances and every item of receipt or payment not before reported.
 - e. At the annual meeting, an accounting shall be rendered of all monies received and expended during the previous fiscal year.
 - f. The Treasurer shall be bonded in such amount as the Board of Directors shall determine.
 - g. The books and accounts of the Treasurer shall be audited annually prior to the annual meeting, by a committee appointed by the Board.
 - h. In the event of the resignation, expulsion or death of the Treasurer, all monies and account books of the Club will be handed over to the Board until the office of Treasurer is filled by a majority vote of the Board. The President will sign all checks during the interim period.

6. *Bonds* – Any officer of the Club may be bonded in such an amount as the Board of Directors shall determine. The premium of said bond shall be borne by the Club.

ARTICLE VIII: COMMITTEES

1. *Appointments* – Committee appointments and terminations are made by the Board of Directors.
2. *Dissolving* – The Board of Directors, at any time, may dissolve the committees by a simple majority vote of the Board.
3. *Chairperson* – The Board shall assign the role of Chairperson and can replace the chairperson who has not been conducting their duties as outlined by the Board of Directors.

ARTICLE IX: ELECTIONS

1. *Nominations*
 - a. No person may be a candidate for an office or position who has not been nominated.
 - b. Nominations shall be held in October. Each person nominated shall be notified by the Secretary of the Nomination.
2. *Elections*
 - a. Elections shall be held at the annual meeting, voting of officers and board to be done as mail-in or in person written secret ballot, provided a quorum is represented. Mail – in ballots must be received no later than 3 days prior to meeting.
 - b. The nominated candidate receiving the largest number of votes by a simple majority vote for an office or board position shall be considered elected.
 - c. Candidates who have a tie vote shall have another vote of the members in attendance. The President shall have the authority to break a tie.
 - d. The Secretary shall retain all ballots for 30 days.

ARTICLE X: DISCIPLINE

1. *Suspension* – Any member who is suspended from any privileges of the United Kennel Club automatically shall be suspended from the privileges of this Club for a like period.
2. *Charges* – Any member 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 Secretary together with a deposit of fifty (\$50) dollars which shall be forfeited if such charges are not sustained by the board following a hearing. The 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 that the charges do not allege conduct which would be prejudicial to the best interest of the Club, it may refuse to entertain them.*** If the board entertains jurisdiction of the charges, it shall fix a date of a hearing not less than three (3) weeks nor more than six (6) weeks thereafter; and the member shall have their membership privileges revoked while awaiting the hearing. The Secretary shall promptly send one copy of the charges to the accused member via U.S. First Class Mail together with a notice of the hearing and an assurance that the defendant may personally appear in their defense and bring witnesses if so desired.

3. *Board Hearing* – The board shall have complete authority to decide whether counsel may attend the hearing, but both complainant and defendant will be treated uniformly in that regard. Should the charges be sustained after 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 (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 a 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. 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 involved of the board's decision and the penalty, if any. The fifty (\$50) dollar deposit shall be returned, to the member who filed charges, no later than seven (7) days after the hearing.
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 sixty (60) days but not earlier than thirty (30) days after the date of the board's recommendation of the expulsion. The defendant shall have the privilege of appearing in his/her own behalf, **though no evidence shall be taken at this meeting.** The president will read the charges, the board's findings and the recommendations, and shall invite the defendant, if present, to speak in his/her own behalf if he/she so desires. The membership shall then vote by a secret written ballot on the proposed expulsion. A majority vote of the members present and voting at the meeting at which a quorum of twenty (20) percent of the voting members is present shall be necessary for expulsion. If the expulsion is not so voted, the board's suspension shall stand.

ARTICLE XI: AMENDMENTS

1. *Proposals* – Amendments to the constitution and bylaws may be proposed by the board of directors or by written petition addressed to the Secretary signed by five (5) members in good standing. Amendments proposed by such petitions shall be considered by the board and must be submitted to the members with recommendation of when the petition was received by the Secretary.
2. *Voting* – The constitution and bylaws may be amended by a secret majority vote of the members present and voting at a duly called regular or special meeting at which a quorum of twenty (20) percent of the voting members are present. Notice of a proposed change must be in writing, and will be distributed to the membership at least thirty (30) days prior to the meeting where the proposal will be voted on.

ARTICLE XII: PARLAMENTARY PROCEDURES

The rules contained in the latest 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 By-Laws and any other special rules of order the Club may adopt.

ARTICLE XIII: ORDER OF BUSINESS

1. *Regular Meeting* – At regular meetings of the Club the following order of business shall be as follows:
 - a. Call to order
 - b. Reading and approval of the minutes
 - c. Report of the Treasurer

- d. Report of the committees
- e. Report of the President
- f. Old Business
- g. Election of officers and board of directors (annual meeting)
- h. Approval of the budget by the board of directors (annual meeting)
- i. Approval of the constitution and bylaw amendments
- j. Disbursement of trophies and/or awards
- k. New Business
- l. Adjournment

ARTICLE XIV: DISSOLUTION

The Club may be dissolved at any time by the written consent of not less than two-thirds (2/3rds) of the members in good standing. In the event of the dissolution of the Club other than for 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 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 unless otherwise prohibited by State Law.

Board signatures agreeing to the above Bylaws.

President _____

Vice-President _____

Secretary _____

Treasurer _____

Board Member _____

Board Member _____

<p>The above Bylaws are agreed to by the Board and Membership on:</p> <hr/> <p><i>Date</i></p>
