

## **By-Laws of the Centex Kennel Club, Inc.**

### **Article I Name and Objectives**

Section 1. Name: The name of the club shall be the Cen-Tex Kennel

Club, Inc. Section 2. Objectives. The objectives of the club shall be:

- a. To further the advancement of all breeds of purebred dogs.
- b. To conduct all-breed conformation dog shows, obedience trials and all breed fun matches under the rules of the American Kennel Club (AKC).
- c. To have a dedicated effort to inform the public about purebred dogs and the AKC.
- d. To devote all profits accruing to the club to the above purposes or to make specific bequests to such charitable or civic organizations as shall be approved by a majority vote of regular qualified members in attendance and voting at a club meeting.

### **Article II Membership Dues**

Section I. Membership Eligibility. There shall be two types of memberships, each with four types of membership categories. Those two types of memberships shall be voting and non-voting and each shall have regular, youth, honorary and lifetime membership categories.

Voting Membership status shall not be held by those with outstanding debt to the club or who have not attended three monthly meetings during the course of the year. Non-voting members shall not be eligible to be nominated for, nor elected to any office. All other privileges shall be available to the non-voting member.

- a. Regular Memberships shall be open to all persons, 9 years of age and older, in good standing with the AKC, and who subscribe to the purposes of the Cen-Tex Kennel Club, Inc. (will now be referred to as "CTKC" in this document). Regular Membership shall entitle the member to all privileges of the club and they shall be eligible to vote and hold office as described in the CTKC By-Laws.
- b. Associate Membership shall be open to all persons, age 9 and older, in good standing with the AKC. Associate Membership shall entitle the member to all privileges of the club, except that they shall not be eligible to vote at any meeting and may not hold office. Associate members can become regular members when they reach 18 years of age. This status would occur automatically and take effect on their 18th birthday without a vote of the

membership, as long as the member is in good standing with the AKC and CTKC.

- c. Honorary Membership may be extended to those persons who are not former members of the club and who have made some worthy contribution to the CTKC . These members may not vote at any meetings, may not hold any office and do not pay dues.
- d. Lifetime Membership may be extended to those persons who are former members of CTKC and who have made some worthy contribution to the club. These members may not vote at any meetings, may not hold any office and do not pay dues.

#### Section 2. Dues

- a. Membership dues shall be set by the Board of Trustees and payable on or before January 1 of each year, and no later than April 1.
- b. During the month of November, each club member will be reminded of his dues by the Treasurer.
- c. Any member whose dues are not paid before the March meeting, shall be notified by the Treasurer, in writing, addressed to said member's last address, informing the member that dues are unpaid. Upon receiving notice, if he does not pay dues before April 1, he shall be dropped from the club and his name taken off the roster.
- d. Any member who has been dropped can be reinstated only by the same procedure used for a new member.

#### Section 3. Election to Membership.

- a. There is a two month probationary period required before obtaining membership in the CTKC. Each applicant of membership is required to have two kennel club members in good standing with CTKC to sponsor him for membership. The sponsors' duties are to ascertain the acceptability of the applicant as a potential member.
- b. 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 By-Laws of the CTKC and the rules of the AKC. The application shall state their name, address, email and occupation of the applicant's breed(s) of dog(s), number of dogs owned and any other pertinent information, and it shall show the endorsement of two club member sponsors. Accompanying the application, the potential member shall submit dues in payment for the current year when member is accepted.
- c. All applications are to be filed with the Secretary and each application is to be read at the first meeting of the club following it's receipt. The applicant must be present at both of these readings before they can be voted in as a member of the CTKC. An affirmative vote of all of the regular qualified members present and voting shall be required to elect the applicant to membership. Members who cast a "No" vote shall be required to state the reason.
- d. Applicants for membership who have been rejected by the club may not reapply within six months after such rejection.

#### Section 4. Termination of Membership

Membership may be terminated for the following reasons:

- a. By resignation. Any member in good standing may resign from the club upon written notice to the Secretary, but no member may resign when in debt to the club for that fiscal year, see Section 4 (d) below.
- b. By lapsing of dues--a member will be considered as lapsed and automatically terminated if such member's dues remain unpaid for 90 days after the first day of the fiscal year. The member may submit, in writing, a request for an extension to the Secretary no later than March 31st. At the next Board meeting, the Board may vote to grant an additional 30 days grace to delinquent members in meritorious cases. In no case may a person be entitled to vote at any club meeting whose dues are unpaid on the date of that meeting.
- c. By expulsion--  
A membership may be terminated by expulsion as provided in Article VI of the By-Laws.
- d. By outstanding debt to the club. Any member owing money to the club that has been billed from the previous calendar year will not be considered a member in good standing. Such member will be dropped from membership if all outstanding money billed from the previous year, and dues for the current year, are not paid on or before April 1st. Money owed to the club which occurred the previous calendar, but has not been billed, will not be considered an outstanding debt.

### Article III Meetings

Section 1. Club Meetings. Regular meetings shall be held on the third Monday of each month at such an hour and place as may be designated by the President of CTKC. Written notice of each meeting shall be sent via email by the Secretary at least five days prior to the meeting.

The quorum for any regular meeting shall consist of 20% of the qualified regular members.

a. Meetings Held Electronically

Except as otherwise provided in these bylaws. Meetings of the board and regular club meetings can be conducted through use of internet meeting services designated by CTKC President. These electronic meetings shall be subject to all rules adopted by the Board or CTKC.

Section 2. Board Meetings or Special Meetings.

Board Meetings are to be called on an "as needed" basis. Board Meetings and Special Meetings may be called by:

- \*The President, or
- \*By a majority vote of the members of the Board, or
- \*By the Secretary upon receipt of a petition signed by five regular members of the club.

Such Board Meetings or Special Meetings shall be held at an hour and place as may be designated by the person or persons herein to call such meeting. Written notice of such meeting shall be emailed by the Secretary at least five days and not more than fifteen days prior to the date of the meeting and no other club business may be transacted during

the meeting. The quorum for such meetings shall be 20% of the qualified, regular members; or 2/3 of the elected Board members as is in the case of a Board meeting.

## Article IV Directors Officers

Section 1. Board of Directors. The Board shall be comprised of the President, Vice President, Secretary, Treasurer and three Board members. All shall be elected for one-year terms at the club's annual meeting in April, as provided in Article V. General management of the club's affairs shall be entrusted to the Board of Trustees.

Section 2. Officers. The officers, consisting of President, Vice President, Secretary, and Treasurer shall serve in their respective capacities regarding to the club, its meetings, and the Board at all Board meetings. No officer shall hold the same office for more than two successive years. A one year waiting period is required to return any officer to the same office. Each officer is required to create and maintain a list of duties of his respective office.

- a. The President shall preside at all meetings of the club and the Board and shall have the duties and powers normally pertinent to the office of the President in addition to those specified in these By-Laws. The President is authorized to sign checks on the club's checking account. The President is required to be bonded at club expense. The President shall be authorized to delegate contract signing authority. The President will appoint the following standing committee chairman at the May regular meeting: Training Director, Match Chairman, Club Hospitality Chairman and the alternate member(s) to the Judging Committee. The President shall appoint the Show Chairman for the following year, immediately following the current year show.
- b. The Vice President shall have the duties and exercise the powers of the President in case of the President's death, absence or incapacity. The Vice President is authorized to sign checks on the club's checking account. The Vice President shall be bonded at the club's expense.
- c. The Secretary shall keep a record of all meetings of the club and of the Board Meetings and all matters of which a record shall be ordered by the club, notify new members of their election to membership, notify officers and trustees of their election to office and keep a roster of the members of the club, their addresses, telephone numbers, email addresses, breed(s) of dogs and other pertinent information. A roster of the club members is given to each club member and should be updated regularly as changes occur. The Secretary shall have charge of the correspondence (including assistance to

the Show Chairman regarding correspondence) and shall send out notices of all Board meetings and regular meetings. The Secretary goes to the post office box regularly to collect the mail and report pertinent correspondence to the regular club meetings and Board meetings.

- d. The Treasurer shall collect and receive all money due and belonging to the club. He shall deposit the same in a bank satisfactory to the Board, in the name of the club. Books shall be open to inspection by the Board at all times. He shall report in writing to the membership at each meeting, the condition of the club's finances and every item, receipt, or payment not before reported. At the Annual Meeting in April, he shall render an account of all money received and expended during the previous fiscal year. The Treasurer shall remind members of dues. The Treasurer shall be bonded at the club's expense and shall serve as the Registered Agent for corporation purposes. He is authorized to sign checks for the club on the club's checking account. The duties of the Treasurer are that he shall file all tax returns or notes to the IRS at the end of every fiscal year. The club should use a tax expert or some outside professional to prepare tax returns. The club will have a finance committee that will prepare budgets, analyze revenues and expenses, provide oversight of the Treasurer, and recommend financial practices (i.e, Tax Returns).

Section 3. Vacancies. Any vacancies occurring on the Board during the year shall be filled for the unexpired term of office by a majority vote of all the members of the Board at its first called special meeting following the creation of such vacancy, except that a vacancy for the office of President shall be filled by the current Vice President and the resulting vacancy in the office of Vice President shall be filled by the Board.

Article V  
Fiscal year, Annual Meeting,  
Elections

Section 1. Fiscal Year

- a. The club's fiscal year shall begin on the first day of January and end on December 31.
- b. The club's official year, the 12-month term of elected officers shall begin at the conclusion of the April Annual Meeting and shall continue through the next Annual Meeting.

Section 2. Annual Meeting. The annual meeting shall be held in April, at which time

the Board of Directors and officers, having been elected by secret written ballot in accordance with Article V, Section 5, shall take office at the conclusion of the annual meeting. Each retiring officer shall turn over to his successor in office all properties and records relating to that office within 30 days after installation.

Section 3. Proxies. Proxy voting will not be permitted at any club, Board meeting or election.

Section 4. Elections. The nominated candidates for other positions on the Board who receives the greatest number of votes for such positions shall be declared elected.

Section 5. Nominations. No person may be a candidate in an election who has not been nominated. Election will be by nomination from the floor for all offices of the club (Article 4, Section 2) and Board members. Persons nominated for office must accept or decline nomination to that position at that time, either in person or by written statement. Election will be by secret ballot. The nominee receiving the greatest number of votes for each position shall be declared elected. Prior to nominations, all persons shall be made aware of the duties required. The description of each position shall be read aloud prior to acceptance of nominations so that each member and nominee clearly understands the expectations of duties of each office.

## **Article VI**

### **Discipline**

Section 1. American Kennel Club Suspensions. Any member suspended from the privileges of the AKC automatically shall be suspended from the privileges of the CTKC for a like period.

Section 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 \$25, which shall be forfeited if such charges are not sustained by the Board following a hearing. The Secretary shall promptly send a copy of 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 prejudicial to the best interest of the club. If the Board considers that the charges do not allege misconduct, 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 Secretary shall 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 bring witnesses if he wishes.

Section 3. Board Hearings. Both complainant and defendant shall be treated uniformly. Should the charges be sustained, after hearing all the evidence and testimony presented by complainant and defendant, the Board shall by a majority vote of those present suspend the defendant for not more than six 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 membership at the next ensuing club meeting which considers the Board's recommendation. Immediately after the Board has reached a decision, its finding shall be put in written form and filed with the Secretary. The Secretary, in turn, shall notify each of the parties of the Board's decision and penalty.

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 this article. Such proceeding may occur at a regular meeting of the club or at a special meeting of the club to be held with 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 own behalf if he wishes. The regular and qualified members shall then vote by secret written ballot on the proposed expulsion. A 2/3 vote of those regular and qualified members present and voting at the meeting shall be necessary for expulsion. If expulsion is not so voted, the Board's suspension shall stand.

## **Article VII**

### **Amendments**

Section 1. Proposing Amendments. Amendments to the By-Laws may be proposed by the Board or by written petition addressed to the Secretary signed by twenty percent of the regular qualified membership. Amendments proposed by such petition shall be promptly considered by the Board of Directors and must be submitted to the regular qualified members with recommendations of the Board by the Secretary for a vote within 3 months of the date when the

petition was received by the Secretary.

Section 2. Passing Amendments. The By-Laws may be amended by a 2/3 vote of the regular qualified 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 and mailed, emailed or distributed by any other accepted means of communication at least 2 weeks prior to the date of the meeting.

## **Article VIII**

### Dissolution

Section 1. Dissolution. The club may be dissolved at any time by the written consent of not less than 2/3 of the regular qualified members. In the event of the dissolution of the club, whether voluntary 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 or organizations suggested by the Board of Directors and passed by a majority vote of the club's regular qualified members present.

## Article IX Conducting Business

Section 1. Roberts Rules of Order. Roberts Rules of Order shall be used in conducting all business meetings of the CTKC, except when provided by these by-laws.

Section 2. Order of Business. At meetings of the club, the order of business, as far as the character and nature of the meeting may permit, shall be as follows:

Roll Call  
Introduction of Guests  
Minutes of the last meeting  
Report of the last Board meeting if applicable  
Report of the President  
Report of the Secretary  
Report of the Treasurer  
Report of any Committees  
Election of Officers at the Annual Meeting in April  
Election of new members  
Unfinished Business New

Business Adjournment

Section 3. Standing Committees. Committees which do the work of the club in such matters

as shows, obedience trials, matches, training classes, upkeep of club equipment, etc., shall exist are called standing committees. Such committees will be headed up by a committee chairperson, which is appointed by the Board each year. Appointees or chairmen will use operating procedures or guidelines passed as standing rules by the club where applicable.

Revised April 15, 2019  
Signatures by two current officers:

...../Title

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