Southern California Alaskan Malamute Club, Inc.

Constitution and By-Laws

Constitution and By-Laws For The Southern California Alaskan Malamute Club, Inc.

ARTICLE I
Name and Objects

SECTION 1. The name of the club shall be Southern California Alaskan Malamute Club, Inc.

SECTION 2. The objects of the club shall be to:

a) Do all possible to bring the natural qualities of the Alaskan Malamute to perfection;
b) Urge members and breeders to accept the standard of the breed as approved by the American Kennel Club as the only standard of excellence by which the Alaskan Malamute will be judged;
c) Do all in its power to protect and advance the interest of the breed by encouraging sportsmanlike competition at dog shows and obedience trails;
d) To conduct sanctioned and licensed specialty shows and obedience trails under the rules of the American Kennel Club;
e) Promote and conduct working events with the intent to obtain working titles and to educate the public.

SECTION 3. The club shall not be conducted or operated for profit 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 by-laws as may be required to carry out these objects.

BY-LAWS
ARTICLE I
Name and Objects

SECTION 1. ***Eligibility.*** There shall be two types of membership.

a) General membership shall be open to all persons eighteen years of age and older who are in good standing with the American Kennel Club and who subscribe to the purposes of this Club.
b) Junior membership shall be open to persons ten (10) years to eighteen (18) years of age.

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.

SECTION 2. ***Dues.*** There shall be an initiation fee of not less than $25.00 per household of applications made upon the same date. The Membership dues will not be less than $15.00 for an individual, $5.00 for a Junior member, and $20.00 per couple per year, payable on or before the first (1st) day of January of each year. No member may vote whose dues are not paid for the current year. During the month of November, the Treasurer shall send to each member a statement of dues for the ensuing year.

SECTION 3. ***Election to Membership.*** 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 constitution and by-laws and the rules of The American Kennel Club. The application shall state the name, address, and occupation of the applicant and it shall carry the endorsement of two members in good standing. Accompanying the application, the prospective member shall submit dues payment for the current year.

All applications are to be filed with the Secretary and each application is to be read at the first meeting of the club following its receipt. At the next club meeting the application will be voted upon and affirmative votes of 2/3 of the members in good standing present and voting by secret ballot at the meeting shall be required to elect the applicant.

Applicants for membership who have been 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 Secretary, but no member may resign when in debt to the club. Due obligations are considered a debt to the club and they are incurred on the first day of each fiscal year.
b) By lapsing. A membership will be considered as lapsed and automatically terminated if such member's dues remain unpaid 90 days after the first day of the fiscal year; however, the Board may grant an additional 90 days of 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 the date of the meeting.
c) By expulsion. A membership may be terminated by expulsion as provided in Article VI of these by-laws.

ARTICLE II
Meeting and Voting

SECTION 1. ***Club Meeting.*** Meetings of the club shall be held each month within 25 miles of the City of Downey on the fourth (4th) Tuesday of each month, at such hour and place as may be designated by the Board of Directors.* Written notice of each such meeting shall be sent by the Secretary at least ten (10) days prior to the date of the meeting. The quorum for such meetings shall be twenty (20) percent of the members in good standing.

SECTION 2. ***Special Club Meeting.*** Special club meetings may be called by the President, or by a majority vote of the members of the Board who are present and voting at any regular or special meeting of the Board; and shall be called by the Secretary upon receipt of a petition signed by five members of the club who are in good standing. Such special meetings shall be held with 25 miles of the City of Downey 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 a meeting shall be sent by the Secretary at least five (5) days and not more than fifteen (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 twenty (20) percent of the members in good standing.

SECTION 3. ***Board Meeting.*** Meetings of the Board of Directors shall be held each month within 25 miles of the City of Downey at such hour and place as may be designated by the Board of Directors.* Written notice of each such meeting shall be sent by the Secretary at least five (5) days prior to the date of the meeting. The quorum for such a meeting shall be a majority of the Board.

SECTION 4. ***Special Board Meeting.*** Special club meetings of the Board may be called by the President, and shall be called by the Secretary upon receipt of a written request signed by at least three members of the Board. Such special meetings shall be within 25 miles of the City of Downey at such place, date, and hour as may be designated by the person authorized herein to call such meeting.* Written notice of each such meeting shall be sent by the Secretary at least five (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 a meeting shall be a majority of the Board.

Amendment: The club members agreed to hold Club Meetings, Special Club Meetings, Board Meetings and Special Board Meetings with the additional methods of Audio, Telephone, Electronic and/or Web/Technology based Conferencing Meetings.

SECTION 5. *Voting*. Each member in good standing whose dues are paid for the current year shall be entitled to one vote at any meeting of the club at which he is present. Proxy voting will not be permitted at any club meeting or election.

ARTICLE III
Directors and Officers

SECTION 1. *Board of Directors.* The Board shall be comprised of the President, Vice President, Secretary, Corresponding Secretary Treasurer and three other persons, all of whom shall be members in good standing and all of whom shall be elected for one-year terms at the club's annual meeting as provided in Article IV and shall serve until their successors are elected. General management of the club's affairs shall be entrusted to the Board of Directors.

SECTION 2. *Officers.* The club's officers, consisting of the President, Vice President, 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) The President shall preside at all meetings of the club and of the Board, and shall have the duties and power normally appurtenant to the office of President in addition to those particularly specific in these by-laws.
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.
c) The Secretary shall keep a record of all meetings of the club and of the Board and of all matters of which a record shall be ordered by the club; have charge of the correspondence, notify members of meetings, notify new members of their election to membership, notify officers and Directors of their election to office, keep a roll of the members of the club with their addresses, and carry out such other duties as are prescribed in these by-laws.
d) The Treasurer shall collect and receive all moneys due or belonging to the club. Moneys shall be deposited in a bank designated by the Board, in the name of the club. 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; and at the annual meeting an accounting shall be rendered of all moneys received and expended during the previous fiscal year. The Treasurer shall be bonded in such amount as the Board of Directors shall determine.
e) The offices of Secretary and Treasurer may be held by the same person, in which case the Board shall be comprised of four (4) other persons.

SECTION 3. *Eligibility.* No person who is an officer or member of the Board of any other local Alaskan Malamute Club may hold an office or be a member of the Board of The Southern California Alaskan Malamute Club.

SECTION 4. *Vacancies.* Any vacancies occurring on the Board or among the offices 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 the 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 IV
The Club Year, Annual Meeting, Election

SECTION 1. *Club Year.* The club's fiscal year shall begin on the first (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 April, 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 the office within thirty (30) days after the election.

SECTION 3. *Elections.* The nominated candidate receiving the greatest number of votes for each office shall be declared elected. The three (3) nominated candidates for other positions on the Board who receive the greatest number of votes for such positions shall be declared elected.

SECTION 4. *Nominations.* No person may be a candidate in a club election who has not been nominated. During the month of December the Board shall select a Nominating Committee consisting of three (3) members and two (2) alternates, not more than one (1) of whom may be a member for the Board. The Secretary shall immediately notify the committee and alternates of their selection. The Board shall name a chairman for the committee and it shall be such person's duty to call a committee meeting, which shall be held on or before February first (1st).

a) The committee shall nominate one candidate for each office and three (3) candidates for the other three (3) positions on the Board and, after securing the consent of each person so nominated, shall immediately report their nominations to the Secretary in writing.
b) Upon receipt of the Nominating Committee's report, the Secretary shall, by February fifteen (15^{th}), notify each member in writing of the candidates so nominated.
c) Additional nominations may be made at the March meeting by any member in attendance, provided that the person so nominated does not decline when their name is proposed, and provided further that if the proposed candidate is not in attendance at this meeting, the proposer shall present to the Secretary a written statement from the proposed candidate signifying willingness to be a candidate. No person may be a candidate for more than one (1) position.
d) Nominations cannot be made at the annual meeting or in any manner other than as provided in this Section.

ARTICLE V
Committees

SECTION 1. The Board may each year appoint standing committees to advance the work of the club in such matters as dog shows, obedience trials, trophies, annual prizes, membership, and other fields which may well be served by committees. Such committees shall always be subject to the final authority of the Board. Special committees may also be appointed by the Board to aid it on particular projects.

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 who services have been terminated.

ARTICLE VI
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. ***Changes.*** Any member may prefer charges against a member for alleged misconduct prejudicial to the best interests of the club. Written charges with specifications must be filed in duplicate with the Secretary together with a deposit of $50.00, 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, and the Board shall fist consider whether the actions alleged in the charges, if proven, might constitute conduct prejudicial to the best interests of the club. If the Board considers 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 for a hearing by the Board not less than three weeks nor more than six weeks thereafter. The Secretary shall promptly send one copy of the charges to the accused member by registered mail together with a notice of the haring and an assurance that the defendant may personally appear in their own defense and bring witnesses if they wish.

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 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 case, the suspension shall not restrict the defendant's right to appear before fellow members at the ensuring 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 parities of the Board's decision and penalty, if any.

ARTICLE VII
Amendments

SECTION 1. Amendments to the constitution and by-laws may be proposed by the Board of Directors or by written petition addressed to the Secretary signed by twenty (20) percent 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 Secretary for a vote within three (3) months of the date when the petition was received by the Secretary.

SECTION 2. The constitutions and by-laws 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 he proposed amendments have been included in the notice of the meeting and mailed to each member at least two (2) weeks prior to the date of the meeting.

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 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 debts its property and assets shall be given to a charitable organization for the benefit of dogs selected by the Board of Directors.

ARTICLE IX
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 follow:

Roll Call
Minutes of last meeting
Report of President
Report of Vice President
Report of Secretary
Report of Treasurer
Reports of committees
Election of officers and Board (at annual meeting)
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 follow:

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

ARTICLE X
Parliamentary Authority

SECTION 1. The rules contained in the current edition of “Robert’s Rules of Oder, 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.