

CONSTITUTION

of the

SAMOYED CLUB OF CENTRAL ARIZONA

1. Name

The name of the club shall be SAMOYED CLUB OF CENTRAL ARIZONA. The initials SCCA, SCA and AKC shall mean the Samoyed Club Central Arizona, Samoyed Club of America, and American Kennel Club respectively throughout this document.

2. Objectives

The objectives of the club shall be:

- a) To further the advancement of purebred Samoyeds and do all possible to bring their natural qualities to perfection.
- b) To urge members and breeders to accept the Standard of the Breed as approved by the AKC as the only standard of excellence by which Samoyeds shall be judged.
- c) To do all in its power to protect and advance the interest of all breeds of purebred dogs and to encourage sportsmanlike competition at dog shows and obedience trials.
- d) To conduct sanctioned matches, dog shows and obedience trials under the Rules and Regulations of the AKC.

3. Operation

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.

4. By - Laws

The members of the club shall adopt and may from time to time revise such bylaws as may be required to carry out these objectives.

BYLAWS

of the

SAMOYED CLUB OF CENTRAL ARIZONA

ARTICLE I

Membership

SECTION 1. Eligibility.

There shall be four (4) types of membership open to all persons 18 years of age and older who are in good standing with The American Kennel Club and who subscribe to the purpose of this Club. Good standing shall mean a person whose dues are current and has attended at last two regular membership meetings during the previous twelve months and who has no disciplinary charges or actions in place or pending by either the AKC, SCA or this club.

- a) Regular (Individual) membership — Enjoys all club privileges including the right to vote and hold office.
- b) Household — Two (2) adult members residing in the same household, each eligible to vote and hold office.
- c) Associate — Open to individuals who live outside the club's area, or who live in the club's area but are not active in breed activities. Entitled to all club privileges except voting and holding office.
- d) Junior — Open to children under the age of eighteen with written parental or guardian consent. This non-voting/non office holding membership automatically converts to regular membership at age 18.

While membership is to be unrestricted as to residence, the Club's primary purpose is to be representative of the SAMOYED fanciers in the central Arizona area.

SECTION 2. Dues:

Membership dues for each type of membership shall be set by the board of directors and voted on and approved by the membership. Changes to the annual dues must be made and approved before the month of November for the ensuing year. Dues shall be payable on or before the first day of January of each year. During the month of November the Treasurer shall send to each member a statement of his or her dues for the ensuing year.

No member may vote at any meeting or election whose dues are not paid for the current year.

Persons joining the Club after July 1st of any year shall pay one half (1/2) of the amount of the annual dues for that year.

Junior Non-voting membership dues shall be one half (1/2) of the amount of the adult Voting membership dues.

SECTION 3. Election to Membership:

Membership shall be by invitation only. Any member in good standing may submit a potential candidate for membership and it shall carry the endorsement of two members in good standing to the Secretary and Membership Committee Chair on an application form as approved by the board of directors and which shall provide that the

applicant agrees to abide by the constitution and bylaws and the rules of The American Kennel Club and The Samoyed Club of Central Arizona. The application shall state the name, address, and occupation of the applicant along with any phone number, email address or other contact information that allows communication with the applicant.

The application will then be vetted by the Membership Committee to verify application information and ensure the candidate meets the expected standards of club membership. Accepted applications will then 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 two thirds (2/3) of the members present and voting by secret ballot at that meeting shall be required to elect the applicant for invitation

Accepted members will be notified immediately of their invitation to membership. Final membership status is granted when the Invited member submits dues payment for the current year.

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 in the following ways:

- a) By resignation. Any member in good standing may resign from the Club upon written notice to the Secretary. However, no member may resign when in debt to the club.
- b) By lapsing. A membership will be considered as lapsed and automatically terminated if such member dues remain unpaid 90 days after the first day of the fiscal year; however, the board of directors 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 meetings whose dues are unpaid as of the date of the meeting.
- c) By expulsion. A membership may be terminated by expulsion as provided in Article VI of these bylaws.

ARTICLE II **Meetings and Voting**

SECTION 1. *Club Meetings.*

Meetings of the club shall be held not less than once every three months in the central Arizona area at such hour and place and medium as may be designated by the board of directors or at any general membership meeting. Notice of each such meeting shall be sent by the Secretary at least 10 days prior to the date of the meeting. The quorum for such meetings shall be twenty percent (20%) of the members in good standing. Notification of any club or board of directors meetings may be sent via e-mail provide that the member in good standing or board member in good standing has signed an authorization agreeing to this method of communication. The secretary will maintain the signed authorization. The e-mail authorization, which is revocable, will also release the club from any liability should the notification not be received, or received late by the member or board member due to circumstances beyond the club's control.

SECTION 2. *Special Club Meetings.*

Special club meetings may be called by the President or by a majority vote of the members of the board of directors who are present and voting at any regular or special meeting of the board. Special meetings may also be called by the Secretary upon receipt of a petition signed by five members in good standing requesting a special meeting of the club for a specific purpose when time is of the essence and it is impossible to wait until the next regularly scheduled meeting.

Any special meetings shall be held in the central Arizona area at such place, date and hour and medium as may be designated by the person or persons authorized herein to call such meetings. Notice of such a meeting shall be sent by the Secretary at least five days and not more than fifteen days prior to the date of the meeting and said notice shall state the purpose of the special meeting, and no other Club business may be transacted thereat. The quorum for such a meeting shall be 20% percent of the members in good standing.

SECTION 3. Board Meetings.

The board of directors shall meet at least six times per year in the central Arizona area at such an hour and place and medium as may be designated by the board. The Secretary shall send written notice of each meeting at least five days prior to the date of the meeting. The quorum for such meetings shall be a majority of the board.

SECTION 4. Special Board Meetings.

Special meetings of the board of directors may be called by the President, or upon receipt of a written request signed by at least three members of the board and shall be called by the Secretary. Such special meetings shall be held in the central Arizona area at such place, date and hour as may be designated by the person authorized herein to call such meeting. Notice of such meeting shall be given by the Secretary not more than ten 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. A quorum for such a meeting shall be a majority of the board.

SECTION 5. Voting.

Each adult member in good standing whose dues are paid for the current year shall be considered a voting member and is entitled to one vote at any meeting of the Club at which they are present. Proxy voting will not be permitted at any club meeting or club election.

When deemed necessary, by a majority vote at a board Meeting or General Meeting, written mailed, e-mailed or electronic ballots may be sent out to all members for a specific issue.

ARTICLE III
Directors and Officers

SECTION 1. Board of Directors.

The board of directors shall be comprised of the President, Vice President, Secretary, Treasurer, and one other Member at Large, all of whom shall have been be members in good standing for a minimum of one year, and elected to 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. All anticipated financial obligations in excess of \$100.00 shall be referred to the General Membership.

SECTION 2. Officers.

The Club's officers, consisting of the President, Vice President, Secretary, and Treasurer shall take office and serve in their respective capacities both with regard to the club and its meetings and the board and its meetings until the election of successors.

- a) The President shall preside at all meetings of the Club and of the board of directors, and shall have the duties and powers normally appurtenant to the office of President in addition to those particularly specified in these bylaws. The President will not vote except as a tie breaker
- b) The Vice President shall have the duties and exercise the powers of the President in case of the President's absence, resignation, incapacity, or death.
- c) The Secretary shall keep a permanent written record of all meetings of the Club and of the board of directors and of all matters of which a record shall be ordered by the club. They shall have charge of

the correspondence, notify members of meetings, notify new members of their election to new membership, notify new officers and directors as well as the SCA and AKC of their election to office, keep a roll of the members of the Club with their address and contact information and carry out such other duties as are prescribed in these bylaws.

- d) The Treasurer shall collect and receive all moneys due or belonging to the Club. They shall deposit the same in a bank designated by the board of directors, in the name of the Club. Their books shall be at all times open to inspection of the board and they shall give a written report 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 a detailed written accounting of all moneys received and expended during the previous fiscal year. The Club financial records shall be audited annually by two non-related, non office-holding members appointed by the board, or at any time the office is vacated. 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 of directors shall be comprised of four (4) persons.

SECTION 3. *Limitations to elected office*

No member may serve as a member of the board in the same office more than four consecutive term years. In the event the nominating committee is unable to fill the nominating slate with members meeting the criteria, a motion to allow an exception for specific individuals may be made at the general meeting. A two-thirds vote of the members present will be required to approve the exception.

SECTION 4. *Vacancies.*

Any vacancies occurring on the board of directors 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 that purpose; except 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, Elections

SECTION 1. *Club Year.*

The Club's fiscal year shall begin on the first day of January and end on the 31st 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 January, at which officers and directors for the ensuing year shall take office after having been elected by secret, written ballot from among those nominated in accordance with Sections 3 and 4 of this Article. Elected officers and board members shall take office immediately upon the conclusion of the election and each retiring officer shall turn over to his or her successor in office all properties and records relating to that office within 30 days after the election.

SECTION 3. *Elections.*

The election of officers and board of director members will be by secret ballot during the annual meeting.

The nominated candidate receiving the greatest number of votes for each office and one "at large" board of director positions shall be declared elected and will take office at the conclusion of the balloting.

SECTION 4. *Nominations for Office.*

No person may be a candidate in a club election as outline in Article III who has not been nominated.

No member shall be eligible to hold office until they have been a member in good standing for a period of one year as provided in Article I.

During the month of October, the board shall select a Nominating Committee consisting of a minimum of three members and two alternates, not more than one of whom may be a member of the board. The Secretary shall immediately notify the Committee members and alternates of their selection. The board shall name a Chair for the committee and it shall be their duty to call a committee meeting, which shall be held on or before November 1st. The Committee shall nominate one candidate for each office and one candidate for the "at large" position on the board, and after securing the consent of each person so nominated, shall report their nominations to the Secretary in writing not later than December 15th. Upon receipt of the nominating committee's report, the Secretary shall at least two weeks before the annual meeting, notify each club member in writing of the candidates so nominated.

Additional nominations may be made at the annual meeting by any member in attendance provided that the person so nominated accepts when their name is proposed, and provided further that if the proposed candidate is not in attendance at this meeting, their proposer shall present to the Secretary a written statement from the proposed candidate signifying their willingness to be a candidate. No person may be a candidate for more than one position. Nominations cannot be made at the annual meeting or in any other manner than as provided in this Section.

ARTICLE V

Committees

SECTION 1. *Committee Appointments.*

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

SECTION 2. *Committee Termination.*

Any committee appointment may be terminated by a majority vote of the full membership of the board of directors upon written notice to the appointee; and the board may appoint successors to those persons whose services have been terminated.

ARTICLE VI

Discipline

SECTION 1. *American Kennel Club/Samoyed Club of America Sanctions and Suspension.*

Any member who is suspended from the privileges of the American Kennel Club and/or the Samoyed Club of America shall be automatically sanctioned or suspended from the privileges of this Club for a like period.

SECTION 2. *Charges.*

Any member may prefer charges against a member for alleged misconduct prejudicial to the best interests of the Club or the breed. Written charges with specifications must be filed in duplicate with the Secretary together with a deposit of \$25.00, which shall be forfeited if following a hearing such charges are not sustained by the board. The Secretary shall promptly provide a copy of the charges to each member of the board, or present them to each member 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 interests of the club. If the board considers that 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 hearing and an assurance that the defendant may personally appear in his own defense and bring witnesses if he or she wishes.

SECTION 3. *Disciplinary 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 reprimand or suspend the defendant from all privileges of the club for not more than six months from the date of the hearing. And, if it deems the sanctioned punishment insufficient, 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 his or 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 of the board's decision and penalty if any.

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 proceedings may occur at a regular or special meeting of the Club to be held within 60 days but not earlier than 30 days after the date of the board's recommendation. The defendant shall have the privilege of appearing in his or her own behalf, though no evidence shall be taken at this meeting. The President shall read the charges and the board's findings and the recommendations, and shall invite the defendant, if present, to speak in their own behalf if they wish. The members shall then vote by secret written ballot on the proposed expulsion. A 2/3 vote of those 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 to Constitution or Bylaws

SECTION 1. Amendments to the Constitution and Bylaws may be proposed by the board of directors or by written petition addressed to the Secretary signed by twenty 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 months of the date the petition was received by the Secretary.

SECTION 2. The Constitution and Bylaws may be amended by a 2/3 written ballot of the membership at any regular or special meeting called for the purpose, provided the proposed amendments have been included in the notice of the meeting and sent to each member at least two weeks prior to the date of the meeting.

SECTION 3. Notification of any amendment to the club's Constitution and Bylaws voted on and passed by the membership must be made to the AKC Club Relations Member and License Club Coordinator as soon as it is printed. This notification must contain a copy of the revised document and the number of members in good standing who voted for and against it. No amendment to the constitution bylaws that is adopted by the club shall become effective until it has been approved by the Board of Directors of The American Kennel Club.

ARTICLE VIII

Dissolution

The Club may be dissolved at any time by the written consent of not less than 2/3 of the members in good standing. In the event of the dissolution of the Club 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 payout of the debts of the Club, its property and assets shall be given to a non-profit charitable organization for the benefit of the Samoyed breed selected by the board of directors.

ARTICLE IX

Order of business

SECTION 1. *Meetings of the Club.*

At meetings of the Club, the Order of Business, so far as the character and nature of the meeting may permit, shall be as follows:

- Roll Call
- Introduction of Guests
- Minutes of last meeting
- Report of President
- Report of Secretary
- Report of Treasurer
- Reports of Committees
- Correspondence
- Election of officers and board (at annual meeting)
- Election of new members
- Unfinished Business
- New Business
- Adjournment

SECTION 2. *Meetings of the Board.*

At meetings of the board of directors, the Order of Business, unless otherwise directed by a majority vote of those present, shall be as follows:

- 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. *Conduct of Parliamentary procedure.*

The rules contained in the current 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 bylaws and any other special or standing rules of order the club may adopt.

Section 2. *Standing Rules*

Standing rules may be enacted deleted, or changed by a majority vote of members present and voting at any General Membership Meeting.