

ARTICLE X. ORDER OF BUSINESS

Section 1. At meetings of the Club, the order of business, as far as the character and nature of the meeting will permit, shall be as follows:

Roll Call

Minutes of previous meeting

Report of President

Report of Secretary

Report of Treasurer

Report of AKC Delegate

Reports of Committees

Reports (Other)

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 majority vote of those present, shall be as follows:

Reading of minutes of previous meeting

Report of Secretary

Report of Treasurer

Report of AKC Delegate

Reports of Committees

Reports (Other)

Unfinished Business

New Business

Adjournment

ARTICLE XI. PARLIAMENTARY AUTHORITY

Section 1. 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 rules of order the Club may adopt.

The Constitution & Bylaws revision of October 7, 2020 was approved by the Board of Directors of The American Kennel Club, Inc. at its meeting on

CONSTITUTION AND BYLAWS OF THE SALISBURY MARYLAND KENNEL CLUB, INC.

Originally Adopted June 11, 1952

Revised 6/14/55, 6/11/57, 1/4/67, 5/5/85, 10/8/96, 8/30/00,
1/12/2021.

CONSTITUTION

ARTICLE I: NAME AND OBJECTS

Section 1. The name of the Club shall be: The Salisbury Maryland Kennel Club, Incorporated.

Section 2. The objects of the Club shall be:

(a) to further the advancement of all breeds of purebred dogs;

(b) to do all in its power to protect and advance the interests of all breeds of purebred dogs and to encourage sportsmanlike conduct at dog shows, obedience trials, rally trials, agility trials, tracking tests, and at any other event for which the Club is eligible;

(c) to conduct sanctioned matches, dog shows, obedience trials, agility trials, tracking tests, and any other event for which the Club is eligible under the Rules and Regulations of The American Kennel Club;

(d) to promote better care and control of all dogs; and

(e) to foster and maintain among our members a spirit of brotherhood, friendship and the highest level of sportsmanship.

Section 3. The Club shall not be conducted or operated for the private inure of any profits or remainder or residue from dues or donations. The Club shall inure to the benefit of any member or individual.

Section 4. The Regular Members of the Club shall adopt and may from time to time revise such bylaws as may be required to carry out the objects.

BYLAWS

office. A Regular Member may transfer at any time and penalty, if any. Associate Membership by written request to the Secretary, with a change in dues to be effective for the following year.

(b) *Regular (Household)* — Open to two (2) adult members 18 years of age or older residing in the same household, each eligible to vote and hold office. Regular (Household) Members may transfer at any time to Associate Membership by written request to the Secretary, with any change in dues to be effective for the following year.

(c) *Associate (Individual)* – Open to those 18 years of age or older who do not anticipate regular attendance at meetings. An Associate Member shall be informed of all Club meetings and activities, shall receive the Newsletter, and may serve on or chair committees. The Associate Member may participate in all Club activities, but may not vote, hold office, sponsor, nominate or second, and is not counted in fulfilling quorum requirements. An Associate Member may transfer to Regular Membership by written request to the Secretary at the time of yearly membership renewal and dues payment.

(d) *Associate (Household)* – Open to two (2) adult members 18 years of age or older residing in the same household, with the same privileges and restrictions prescribed for Associate (Individual) Members.

(e) *Junior (Stand Alone Membership)* – Open to children who are age 9 and under 18 years of age with parental consent. A Junior Member may not vote, hold office, sponsor, nominate or second and is not counted in fulfilling quorum requirements. At the 18th birthday, a Junior Member must apply for Regular or Associate Membership by submitting a letter to the Board of Directors.

(f) *Junior (Residing with a Regular or Associate Member)* – Open to children who are age 9 and under 18 years of age. A Junior Member may not vote, hold office, sponsor, nominate or second and is not counted in fulfilling quorum requirements. At the 18th birthday, a Junior Member must apply for Regular or Associate Membership by submitting a letter to the Board of Directors.

(g) *Honorary Membership* — An Honorary Membership may be

Section 4. Expulsion.

Expulsion of a member from the Club shall be accomplished only at a meeting of the Club following a Board meeting upon the Board's recommendation as provided in Section 18 of the Bylaws. 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 of the date of the Board's recommendation of expulsion. The defendant shall have the privilege of appearing in his/her own behalf, and evidence shall be taken at this meeting. The President shall preside and the Board's finding and recommendation, and shall be the defendant, if present, to speak in his/her own behalf if he or she so desires. The Regular Members shall then vote by secret ballot on the question of expulsion. A 2/3 vote of those Regular Members present and voting shall be necessary for expulsion. If expulsion is not successful, the Board's suspension shall stand.

ARTICLE VIII. AMENDMENTS

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 20% of the Regular Members in good standing. Amendments proposed by such petition shall be promptly considered by the Board of Directors and must be submitted to the members for their recommendations of the Board by the Secretary for a vote within 60 days of the date when the petition was received by the Secretary.

Section 2. The Constitution and Bylaws may be amended by a 2/3 vote of the Regular Members present and voting at any special meeting called for the purpose, provided that the amendments have been included in the notice of the meeting and the amendments are presented electronically to each member at least two weeks prior to the meeting.

Section 3. No amendment to the Constitution and Bylaws that would change the name of the Club shall become effective until approved by the Board of Directors of The American Kennel Club.

Maryland Kennel Club dues must be maintained. If not, upon the expiration of the Associate (Individual) \$40.00, Associate (Household) \$40.00, American Kennel Club reinstatement, the individual must apply to the Club for membership in accordance with Article 1, Section 3.

Section 2. Charges. Any individual member with any type of membership may prefer charges against another individual member with any type of membership for alleged misconduct prejudicial to the best interests of the Club. Written charges with specifications must be filed in duplicate with the Secretary within 60 days of the alleged misconduct, together with a deposit of \$25.00, 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 first consider whether the act 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 certified mail, return receipt, together with a notice of hearing and an assurance that the defendant may personally appear on his/her own defense and bring witnesses if he/she wishes.

A member who resigns while charges have been preferred against him/her or allows his/her membership to lapse during the year in which the charges were sustained may not apply for membership for a minimum period of two years from the time of resignation or lapse after which time, he/she must apply in accordance with Article 1, Section 3.

Section 3. Election to Membership. Each applicant for membership shall apply on a form approved by the Board of Directors and provide that the applicant agrees to abide by these Constitutions, Bylaws, the Code of Ethics, 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 unrelated members from separate households who are in good standing. Regular Members in good standing for two or more consecutive years may endorse an applicant. A Regular Member may endorse more than two Individual or two Household memberships.

A signed copy of the Code of Ethics will be submitted with the application along with a \$25.00 non-refundable application fee. This application form and the Code of Ethics will be supplied by the Membership Chairperson. The applicant must appear at 5 successive regular meetings of the Club, and it is the responsibility of the Membership Chairperson to notify the applicant of the date, time and place of the meetings. The applicant will be notified by the Club members at each meeting he/she attends. At General Meetings, designated sections of the membership application for each applicant is up for election to membership shall be read prior to the

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 charges be sustained after hearing all the evidence and testimony

meeting following Board review of the application, provided that the person so nominated, the Committee shall immediately call the applicant has attended the requisite 3 out of 5 consecutive regular Club meetings to the Secretary in writing/email by October 1st. The Nominating Committee can reconvene if an individual selected for membership. If the Nominating Committee resigns, but only if the nominees named by the Committee have not been submitted by the Secretary to the membership.

An affirmative vote of $\frac{3}{4}$ of the Regular Members present and voting by secret ballot at that meeting shall be required to elect the applicant. The Membership Chairperson and one Regular Member in good standing shall count the ballots and the Secretary shall send written notice to the applicant whether the constitutionally mandated affirmative majority vote was received. Dues will be payable upon acceptance into the Club.

Applicants for membership who have been rejected by the Club may not reapply within six months after such rejection and shall require two new sponsors in good standing for two or more consecutive years of Regular Membership and who are unrelated Regular Members from separate households.

Section 4. Termination of Membership. Membership may be terminated

(a) *by resignation.* Any member in good standing may resign upon written notice to the Secretary, but no member may resign when in debt to the Club. Obligations other than dues are considered a debt to the Club and must be paid in full prior to resignation.

(b) *by lapsing.* A membership will be lapsed and automatically terminated if dues remain unpaid after February 15th. On or after February 16th such delinquent members can apply for reinstatement of membership status by sending a letter of request to the Treasurer, along with the dues payment and a reinstatement fee established by the Board, which shall not exceed one-half of the annual dues for the category of membership being reinstated. Such requests with full payment must be received before March 15th. On reinstatement, membership is considered continuous with previous years. In no case may a person be entitled to a vote at any Club meeting whose dues are unpaid as of the date of the meeting.

(c) *by expulsion.* A membership may be terminated by expulsion if the member is expelled.

ARTICLE V. COMMITTEES

Section 1. The Board may appoint each year standing committees to advance the Club's work in such matters as Dog Shows; Obedience and Agility Trials; Trophies; Membership and other fields thereof to be served by committees. Such committees shall always be subject to the 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 vote of the full membership of the Board upon written notification.

number of votes for each office shall be declared elected. The nominees and candidates for other positions of the Board who receive the greatest number of votes for such positions shall be declared elected.

Section 4. Nominations. No member may be a candidate in a Club election who has not been nominated. During the month of September, the Board shall select a Nominating Committee, consisting of three members, one, and only one of whom, must be a member of the Board and two alternates who meet the following criteria: to have been a Regular Member in good standing for two years and to have attended 3 regular meetings in the period of October from the preceding year to September of the current year. Nominating Committee members may repeat, but not in consecutive years. The Secretary shall immediately notify the committee persons and alternates of their selection. The Board shall name a Chairperson for the committee, and it shall be such person's duty to call a Nominating Committee meeting. Their nominees shall be reported to the Secretary by October 15th.

(a) The qualifications for the nominee for each office or director must be to have been a Regular Member in good standing for at least two years and to have attended at least 3 regular meetings, in the period of October from the preceding year to September of the current year. He/she must have demonstrated being a working member of the Club for at least one year by having been a chairperson or by having served on a committee or by having been an instructor for at least three sessions or by having equivalent experience in Club activities. A nominee for the office of President shall have served on the Board of Directors for at least one year within the past 10 years. All nominees must be eligible for bonding.

(b) The qualifications for the AKC Delegate must be to have been a Regular Member in good standing for at least 5 consecutive years, to have attended at least 3 regular meetings in the period of October from the preceding year to September of the current year, and to be qualified as provided in Article VI, Sec. 5 of the Bylaws of The American Kennel Club. He/she must have actively participated in serving the Club in such

February, April, June, August, October, November and December and at such hour and place as may be designated by the Directors. Written notice of each meeting shall be sent by the Club at least 10 days prior to the date of the meeting. The quorum for meetings shall be 20% of the Regular Members in good standing. (a) Members may authorize receiving electronic notices for Club meetings, dues notices, minutes, and newsletters; members may authorize notification of Board meetings via electronic notification; provided that the member or Board member has authorized agreeing that this method of communication may be used in place of US mail at the sender's discretion. Such authorization may be revoked upon written or electronic notification. Provided the sender's electronic address is documented (recognizable) sent to the Secretary. Additionally, two electronic notices that are undeliverable shall be deemed the member's consent revoked.

Section 2. Special Club Meetings. A special Club meeting may be called by the President, or by a majority vote of the Board of Directors and voting at any regular or special meeting of the Board. Meetings shall be called by the Secretary upon receipt of a petition signed by a majority of the Regular Members of the Club who are in good standing. Such meetings shall be held either via in-person, teleconference or videoconference. In-person meetings will be held at the Salisbury Maryland Building in Salisbury, Maryland unless otherwise specified at the Salisbury, Wicomico, Worcester or Somerset Counties of Maryland at such hour as may be designated by the person or persons authorized to call such meetings. Written notice of such a meeting shall be sent by the Secretary in accordance with Article II, Section 1, (a), at least 10 days prior to the date of the meeting, and shall state the specific purpose(s) of the meeting, and no business may be transacted thereat. The quorum for such a meeting shall be 20% of the Regular Members in good standing.

receipt of a written request signed by at least three members of the Board. Such special meetings shall be held either via in-person, teleconference or videoconference at such hour and place as may be designated by the person authorized herein to call such a meeting. Written notice of such meeting shall be sent by the Secretary in accordance with Article 11, Section 1, (a), at least 5 days and not more than 10 days prior to the date of the meeting. Any such notice shall state the specific purpose(s) 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 Regular Member in good standing shall be entitled to one vote at any meeting of the Club at which he/she 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 consist of the President, Vice President, 2nd Vice President, Secretary, Treasurer, American Kennel Club Delegate, and four other persons. Members of the Board are to be from separate households. The five officers shall serve a term of one year; the AKC Delegate shall serve a term of two years, Article 11, Section 4, (b), and the other four members shall serve a term of one year. All of whom shall be Regular Members in good standing. **General management of the Club's affairs shall be entrusted to the Board of Directors.** The immediate Past President may also attend Board Meetings in an advisory, non-voting capacity.

Section 2. Officers. The Club's officers 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 powers normally appurtenant to the office of President in addition to those particularly specified in these bylaws.

(b) The Vice Presidents, in order of rank, shall assume the duties

belonging to the Club. Money shall be deposited in a bank account 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 each meeting on the condition of the Club's finances. At the first Annual Meeting of the year, the Treasurer shall render a complete report for the previous fiscal year. The Treasurer shall be bonded in such amount as the Board of Directors shall determine.

(e) The Delegate to The American Kennel Club shall attend meetings of The American Kennel Club as the representative of the Club and report to the Club. When he/she shall vote as directed by the Member Club. The Delegate shall act as an ombudsman for Member Club members dealing with the Delegate's travel expense may be collected from the Club. Travel expenses which may be exceptionally high are to be approved in advance by the Board. The Delegate shall hold office until the next successor shall have been duly elected and qualified.

Section 3. Vacancies. Any vacancies occurring on the Board of Directors 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 next meeting following the creation of such vacancy, or at a Special Meeting called for that purpose; except that a vacancy in the office of President shall be filled automatically by the 1st Vice President and a resulting vacancy in the office of 1st Vice President shall be filled automatically by the 2nd Vice President. The vacancy in the office of 2nd 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 last day of December.

The Club's official year shall begin on the first day of January and end on the last day of December.

Section 2. Annual Meeting. The Annual Meeting shall be held in December at which Officers, Delegate to The American Kennel