



# CONSTITUTION AND BY LAWS

OF THE

## HEART OF AMERICA SAMOYED CLUB

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### CONSTITUTION

#### ARTICLE I - Name and Objects

**ARTICLE I, SECTION 1.** The name of the Club shall be the Heart of America Samoyed Club

**ARTICLE I, SECTION 2.** The objects of the Club shall be:

(A) to encourage and promote quality in the breeding of purebred Samoyeds, according to The American Kennel Club (AKC) standard, and to 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 American Kennel Club as the only standard of excellence by which Samoyeds shall be judged;

(C) to do all in its power to protect and advance the interests of the breed, by encouraging sportsmanlike competition at dog shows, obedience trials, and any other event for which the club is eligible under the Rules and Regulations of The American Kennel Club;

(D) to conduct sanctioned matches and licensed specialty shows, obedience trials and any other event for which the club is eligible under the Rules and Regulations of The American Kennel Club;

(E) to educate Samoyed owners and fanciers in all aspects of responsible pet ownership and care; and

(F) to promote goodwill and friendship among all Samoyed owners and fanciers, in particular, those residing within the area of the Club.

**ARTICLE I, 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.

**ARTICLE I, 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 - Membership**

**ARTICLE I, SECTION 1. Eligibility.** There shall be four (4) types of membership open to all persons who are in good standing with The American Kennel Club and who subscribe to the purposes of this Club. While membership is to be unrestricted as to residence, the club's primary purpose is to be representative of the breeders, exhibitors, and Samoyed owners in its immediate area.

(A) Individual Membership – individuals eighteen (18) years of age and over may be elected to membership and shall have, upon election, all rights and privileges of membership including the eligibility to vote and hold office.

(B) Household Membership – two (2) individuals eighteen (18) years of age and over, residing in the same household, may be elected to membership and both members shall have, upon election, all rights and privileges of membership including the eligibility to vote and hold office.

(C) Life Membership – accorded to an individual who has served the club extraordinarily for many years. Such Life Membership consideration and designation shall be at the sole discretion of the Board of Directors. Life members shall have all rights and privileges of membership including the eligibility to vote and hold office. Life members pay no dues.

(D) Junior Membership – shall be open to children ages nine (9) through seventeen (17). This is a non-voting, non-office holding, and non-dues paying membership which may automatically convert to regular membership at age eighteen (18).

## **ARTICLE I, SECTION 2. Dues**

(A) Membership dues, which follow the Club's fiscal year, will not exceed fifty dollars (\$50.00) per individual member or seventy five dollars (\$75.00) per two (2) adult household members, payable on or before January first (1<sup>st</sup>) 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 or household a statement of dues for the ensuing year.

(B) No dues shall be payable by Life or Junior members.

(C) Persons applying for membership after June thirtieth (30<sup>th</sup>) of any year shall pay one-half (½) of the annual dues to cover the balance of the Club year.

## **ARTICLE I, SECTION 3. Application and Responsibility**

(A) Application for 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 these Constitution and By Laws and the rules and regulations of The American Kennel Club. The application shall state the name, address and phone number of the applicant, and it shall carry the endorsement of two (2) members in good standing. Accompanying the application, the prospective member shall submit dues payment for the current year.

(B) Responsibility of Sponsors. Members must be aware that their sponsorship of a prospective applicant carries great weight in the membership process. For this reason, sponsors must be certain that they know an applicant well enough to reasonably assure the Board of Directors that such membership would be beneficial to this club and to The American Kennel Club. In no case shall a member sponsor a potential applicant whom they do not know simply because they were asked to do so by the applicant or by another member.

**ARTICLE I, SECTION 4. Election to Membership.** All applications are to be filed with the Secretary, and each application is to be distributed to the membership, read and voted upon, by confidential ballot, at the first (1<sup>st</sup>) meeting of the Club following its receipt. Affirmative votes of two-thirds ( $\frac{2}{3}$ ) of the members present and voting at that meeting shall be required to elect the applicant to membership. Applicants shall be advised by the Club Secretary regarding their election results. Applicants for membership who have been rejected by the Club may not reapply within six (6) months after such rejection.

**ARTICLE I, SECTION 5. Termination of Membership.** Membership 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. Material 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 may be considered lapsed and automatically terminated if such member's dues remain unpaid sixty (60) days after due date.

(C) by Expulsion. A membership may be terminated by expulsion as provided in Article VI of these By Laws.

## **ARTICLE II - Meetings and Voting**

**ARTICLE II, SECTION 1. Club Meetings.** Meetings of the Club shall be held in the greater Kansas City metropolitan area, at such date, hour and place as may be designated by the Board of Directors. Written notice of each such meeting shall be mailed, as per AKC definition, at least ten (10) days prior to the date of the meeting. The quorum for such meetings shall be twenty (20) percent of the membership in good standing.

**ARTICLE II, 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 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 (5) members of the Club who are in good standing. Such special meetings shall be held in the greater Kansas City metropolitan area, at such date, hour and place as may be designated by the person or persons authorized herein to call such meetings. Written notice of such meetings shall be mailed, as per AKC definition, 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 meetings shall be twenty (20) percent of the membership in good standing.

**ARTICLE II, SECTION 3. Board Meetings.** Meetings of the Board of Directors shall be held in the greater Kansas City metropolitan area at such date, hour and place as may be designated by the Board. Written notice of each such meeting shall be mailed, as per AKC definition, at least ten (10) days prior to the date of the meeting. The quorum for such meetings shall be a majority of the Board.

**ARTICLE II, SECTION 4. Special Board Meetings.** Special meetings of the Board may be called by the President and shall be called by the Secretary upon written request signed by at least three (3) members of the Board. Such special meetings shall be held in the greater Kansas City metropolitan area, at such date, hour and place as may be designated by the persons authorized herein to call such meetings. Written notice of such meetings shall be mailed, as per AKC definition, by the Secretary at least five (5) days and not more than ten (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 meetings shall be a majority of the Board.

**ARTICLE II, SECTION 5. Voting.** Each member in good standing whose dues are paid for the current year shall be entitled to one (1) 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. Junior members are ineligible for voting privileges.

### **ARTICLE III - Directors and Officers**

**ARTICLE III, SECTION 1. Board of Directors.** The Board shall be comprised of the President, Vice-President, Secretary, Treasurer and three (3) other persons. Or, at the option of the Board, the positions of Vice President, Treasurer, and Secretary may be combined as follows: Any combination of two (2) of the positions of Vice President, Treasurer, and Secretary, may be held by one (1) person and the board shall then be comprised of: the President, the person holding the established combined position, the person holding the position that remains after the establishment of the combined position, and three (3) other persons as Board members. All Board members shall be Club members in good standing and all of whom shall be elected for one (1) year terms. At the Club's annual meeting, as provided in Article IV, the newly elected Board members shall assume their duties and shall serve until their successors are elected. General management of the Club's affairs shall be entrusted to the Board of Directors.

**ARTICLE III, SECTION 2. Officers.** The Club's officers, consisting of the President, Vice-President, Secretary, and Treasurer, or a combined position as set forth in Article III, Section 1, 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 the President in addition to those particularly specified 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 of Directors and of all matters of which a record shall be ordered by the Club. He/she shall 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 membership, including their addresses and indicating the voting status of each member as currently active or inactive as prescribed in the Constitution and By Laws, and carry out such other duties as may be assigned to him/her by the President or Board of Directors. When advised by the Treasurer that a person's membership has lapsed, he/she shall also notify the individual per Article I, Section 5 (B) of these By Laws. He/she shall keep a record of the Constitution and By Laws with Amendments, Rules of Order and Club Policies, Standing and Special Rules. He/she shall supply a committee with such records and papers as proper for performance of its duties, and assist the President by preparing an Agenda of business that is to come before the Club and carry out such other duties as are prescribed in these Constitution and By Laws.

(D) The **Treasurer** shall collect and receive all monies due or belonging to the Club. He/she shall deposit the same in a bank designated by the Board, in the name of the Club. His/her books shall at all times be open to inspection of the Board and he/she shall report to them at every meeting the condition of the Club's finances and every item of receipt or payment not before reported. At the annual meeting, the Treasurer shall render an account of all monies received and expended during the previous fiscal year. The Treasurer shall be bonded in such amount as the Board of Directors shall determine.

(E) In the absence of the President and Vice-President, the Secretary or Treasurer shall be authorized to preside at a regular Club meeting.

**ARTICLE III, SECTION 3. Vacancies.** Any vacancies occurring on the Board or among the Officers during the year shall be filled for the unexpired term of office by a majority vote of the members of the Board at its first regular meeting following the creation of such a vacancy, or at a Special Board Meeting called for that purpose, except that a vacancy in the office of the 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, and Elections**

**ARTICLE IV, SECTION 1. Club Year.** The Club's fiscal year shall begin on the first (1<sup>st</sup>) day of January and end on the thirty-first (31<sup>st</sup>) 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.

**ARTICLE IV, SECTION 2. Annual Meeting.** The Annual Meeting shall be held in the month of June at which time Officers and Directors for the ensuing twelve (12) months shall be elected by confidential, written ballot from among those nominated in accordance with Article IV, Section 4. However, if there are no additional nominations from the floor for any of the positions, the President may declare the election by acclamation. Elected officials shall take office immediately upon the conclusion of the election and each retiring officer shall turn over to his/her successor in office all properties and records relating to that office within thirty (30) days after the election.

**ARTICLE IV, SECTION 3. Elections.** The nominated candidates receiving the greatest numbers 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.

**ARTICLE IV, SECTION 4. Nominations.** No person may be a candidate in a Club election who has not been nominated. During the month of March, the Board shall select a nominating committee, consisting of three (3) members, not more than one (1) of whom may be a member of the Board. The Secretary shall immediately notify the committee members of their selection. The Board shall name a Chairperson for the Committee, and it shall be his/her duty to call a committee meeting which shall be held on/or before April twentieth (20<sup>th</sup>).

(A) The Committee shall nominate one (1) candidate for each office and one (1) candidate for each of 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, before May first (1<sup>st</sup>), notify each Club member in writing of the candidates so nominated.

(C) Additional nominations may be made by any Club member during the month of May, provided that the proposing member present to the Secretary a written statement from the proposed candidate signifying his/her willingness to be a candidate.

(D) No person may be a candidate for more than one (1) position except in the event that a combined position is established by the Board per Article III, Section 1.

(E) Nominations cannot be made at the Annual Meeting or in any manner other than as provided in this section, unless in the event that a nominee withdraws his/her name from those already nominated, which would leave a position vacant.

## **ARTICLE V - Committees**

**ARTICLE V, SECTION 1.** The Board may, each year, appoint standing committees to advance the work of the Club in such matters as specialty shows, obedience trials, trophies, annual prizes, membership, and other fields which may best 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.

**ARTICLE V, 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. The Board may appoint successors to those persons whose services have been terminated.

## **ARTICLE VI - Discipline**

**ARTICLE VI, SECTION 1. American Kennel Club Suspension.** Any member who is suspended from all the privileges of The American Kennel Club shall automatically be suspended from the privileges of this Club for a like period.

**ARTICLE VI, SECTION 2. Charges.** Any member may prefer charges against another member for alleged misconduct prejudicial to the best interests of the Club or the breed. Written charges with specifications must be filed by registered mail with the Secretary and a duplicate to Treasurer with a cashier's check or money order of one hundred dollars (\$100.00) which shall be forfeited if such charges are not sustained by the Board following a hearing. The Secretary and Treasurer 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 action(s) alleged in the charges, if proven, might constitute conduct prejudicial to the best interests of the Club or the breed. If the Board considers that the charges do not allege conduct which would be prejudicial to the best interests of the Club or the breed, 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 (3) weeks nor more than six (6) weeks thereafter. The Secretary shall promptly send one (1) copy of the charges and the specifications 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/her own defense and bring witnesses if he/she wishes.

**ARTICLE VI, 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 the Complainant and the Defendant, the Board may, by majority vote of those present, reprimand or 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 reprimand or 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 of the Board's decision and penalty, if any.

**ARTICLE VI, 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 sixty (60) days, but not earlier than thirty (30) days after the date of the Board's recommendation of 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 shall read the charges and the Board's findings and recommendations, and invite the Defendant, if present, to speak on his/her own behalf if he/she wishes. The members shall then vote by confidential written ballot on the proposed expulsion. A two-thirds ( $\frac{2}{3}$ ) 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**

**ARTICLE VII, 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.

**ARTICLE VII, SECTION 2.** The Constitution and By Laws may be amended by a two-thirds ( $\frac{2}{3}$ ) vote of the members present and voting by confidential ballot at any regular or special meeting called for that purpose, provided the proposed amendments have been included in the notice of the meeting and mailed, as per AKC definition, to each member at least two (2) weeks prior to the date of the meeting.

**ARTICLE VII, SECTION 3.** No amendment to the Constitution and By Laws 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**

**ARTICLE VIII, SECTION 1. Dissolution.** The Club may be dissolved at any time by the written consent of not less than two-thirds ( $\frac{2}{3}$ ) of the members in good standing. In the event of a 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 of Directors.

### **ARTICLE IX - Order of Business**

**ARTICLE IX, 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 follows:

- Roll Call
- Minutes of last meeting by the Secretary
- Report of the President
- Report of the Secretary
- Report of the Treasurer
- Reports of the Committees
- Election of the Officers and Board (Annual Meeting Only)
- Election of New Members
- Unfinished Business
- New Business
- Adjournment

**ARTICLE IX, SECTION 2.** At meetings of the Board, the order of business, unless otherwise directed by a majority vote of those present, shall be as follows:

- Reading of minutes of the last meeting by the Secretary
- Report of the Secretary
- Report of the Treasurer
- Report of the Committees
- Unfinished business
- New business
- Adjournment

### **ARTICLE X - Parliamentary Authority**

**ARTICLE X, 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 Constitution and By Laws and any other special rules of order the Club may adopt.

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*Approved by the Heart of America Samoyed Club (HOASC) Board of Directors – May 22, 2016*

*Approved by the Heart of America Samoyed Club (HOASC) General Membership – July 17, 2016*

*Approved by The American Kennel Club (AKC) – September 14, 2016*