

## CONSTITUTION AND BY-LAWS

### MOUNT RUSHMORE RETRIEVER CLUB Rapid City, South Dakota

#### ARTICLE 1 Name and Objects

SECTION 1. The name of the Club shall be MOUNT RUSHMORE RETRIEVER CLUB

SECTION 2. The objects of the Club shall be:

- (a) to encourage and promote the breeding of pure-bred Retrievers 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 said Retrievers shall be judged;
- (c) to do all in its power to protect and advance the interests of the breed by encouraging sportsmanlike competition at Field Trials and Hunt Tests
- (d) to conduct sanctioned and licensed Field Trials and Hunt tests under the rules of the American Kennel Club

#### ARTICLE II

##### Membership

SECTION 1. Eligibility There shall be one type of membership, 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

SECTION 2 Dues Membership dues shall be \$25.00 for new members and \$20.00 for Existing members per year , payable on or before the 1<sup>st</sup> day of January of Each year. Said membership dues shall include both husband and wife, Only one of whom may vote as a member at regular or special club Meetings. No member may vote whose dues are not paid for the current Year. During the month of November, the Secretary shall send to each Member a statement of his 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 these 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. Accompanying the application, the prospective member shall submit dues payment for the current year.

Applicants may be elected at any meeting of the Club or of the Board of Directors; and each application shall be acted upon at the first such meeting to occur after the filing of said application with the Secretary, provided however that no application shall be voted upon within 10 days after its receipt by the Secretary. Any applications received by the Secretary within the ten days immediately preceding any meeting shall be read at that meeting and voted upon at the next occurring meeting.

Favorable votes of 90% of the members in attendance at a meeting of the Club shall be required to elect an applicant. Favorable votes of all but one of the Directors present at a meeting of the Board shall be required to elect an applicant. Applications which have received unfavorable action at a Board meeting may be presented by one of the applicant's endorsers at the next meeting of the Club and the Club may elect such applicant. Otherwise, no applicant who has been rejected at any meeting may again be considered at any meeting held within twelve months after the date of the last 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. Dues obligations are considered a debt to the Club and they become incurred on the first day of each fiscal year.
- (b) by lapsing A membership will be considered as lapsed and automatically terminated if such members 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 meetings whose dues are unpaid as of the date of that meeting.
- © by expulsion A membership may be terminated by expulsion as provided in Article VII of these constitution and by-laws.

## ARTICLE III

### Meetings

- SECTION 1 Club Meetings Meetings of the Club shall be held in the City of Rapid City, South Dakota on the second Tuesday of the month in the months of January, April, July and October in each year, at such hour and place as may be designated by the President. Written notice of each such meeting shall be mailed by the Secretary at least 10 days prior to the date of the meeting. The quorum for such meetings shall be one-fourth(1/4) of the membership.
- 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, or 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 in the city of Rapid City, South Dakota and at such 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 by the Secretary at least 5 days and not more than 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 one-fourth (1/4)of the membership.
- SECTION 3 Board Meetings Meetings of the Board of Directors may be held in the City of Rapid City, South Dakota on the second Tuesday in each of the months of each year, at such hour and place as may be designated by the President. Written notice of each such meeting shall be mailed by the Secretary at least 5 days prior to the date of the meeting. The quorum for such a meeting shall be six members.
- SECTION 4 Special Board Meetings Special meetings of the Board may be called by the President or by the Secretary upon receipt of a written request signed by at least two members of the Board. Such special meetings shall be held in the city of Rapid City, South Dakota and at such hour and place as may be designated by the person authorized herein to call such meeting. Written notice of such meeting shall be mailed by the Secretary at least 5 days and not more than 10 days prior to the date of the meeting, or telegraphic notice shall be filed at least 3 days and not more than 5 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 six Board members

## ARTICLE IV

### Directors and Officers

SECTION 1. Board of Directors The Board of Directors shall be comprised of the President, Vice President, Secretary, Treasurer and three other persons all of whom shall be elected for one year terms at the clubs annual meeting as provided in Article V. General management of the clubs affairs shall be entrusted to the Board of Directors.

SECTION 2 Officers The clubs 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 powers normally appurtenant to the office of President in addition to those particularly specified in these constitution and by-laws.
- (b) The Vice President shall have the powers and exercise the duties of the President in case of the Presidents death, absence or incapacity
- (c) The Secretary shall keep a record of all meeting of the club and of the Board and of all matters of which a record shall be ordered by the club. He 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 members of the club with their addresses and carry out such other duties as are prescribed in these constitution and by-laws
- (d) The Treasurer shall collect and receive all moneys due or belonging to the club and receipt therefore. He shall deposit the same in a bank satisfactory to the board, in the name of the club. His books shall at all times be open to inspection of the Board and he shall report to them at every meeting the condition of the clubs finances and every item or receipt or payment not before reported: and at the annual meeting he shall render an account of all moneys received and expended during the previous fiscal year

SECTION 3 Vacancies Any vacancies occurring of the board during the year shall be filled for the unexpired term of office by a majority vote of all the then members of the board at its first regular meeting following the creation of such vacancy.

## ARTICLE V

### The Club year, Annual Meeting, Elections

SECTION 1 Club Year the Club 's fiscal year shall begin on the 1<sup>st</sup> day of January and end on the 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.

SECTION 2 ANNUAL MEETING the annual meeting shall be held in the month of January at which directors and officers for the ensuing year shall be elected by secret written ballot from among those nominated in accordance with Section 5 of the Article. They shall take office immediately upon the conclusion of the election and such retiring officer shall turn over to his successor in office all properties and records relating to that office within 30 days after the election.

SECTION 3 PROXIES. Absent members may vote by written proxy in a Club election; but no member may vote by proxy excepting for the election of directors and officers. Proxy voting at Board meetings shall not be allowed. No person may vote by proxy at a meeting at which he attends,

SECTION 4 ELECTIONS The nominated candidates receiving the greatest number of votes for each office shall be declared elected. The three nominated candidates for other positions on the board who receive the greatest number of votes for such positions shall be declared elected.

SECTION 5 NOMINATIONS No person may be a candidate in a Club election who has not been nominated. During the month of October, the Board shall select a nominating committee consisting of five members and two alternates, not more than one of whom shall be a member of the Board. The Secretary shall immediately notify the committeemen and alternates of their selection. The Board shall name a Chairman for the Committee and it shall be his duty to call a committee meeting which shall be held within 2 weeks after the committee is notified of its selection.

- (a) The committee shall nominate one candidate for each office and three candidates for the three other positions on the Board and immediately report their nominations to the Secretary in writing.
- (b) Upon receipt of the Nominating Committee's report, the Secretary shall forthwith notify each member in writing of the candidates so nominated.
- (c) Any person so nominated who refuses to be a candidate for the position to which he has been nominated shall notify the Secretary in writing within 10 days.
- (d) Immediately after the expiration of the period in which nominees may so decline the nomination, the Secretary shall mail to each member a notice of all such declinations which have been received by him
- (e) Additional nominations may be made before December 15 by written petition to the Secretary signed by 5 members and endorsed by each such additional

nominee, signifying his willingness to be a candidate. No person may be a candidate for more than one office, and the additional nominations which are provided for herein may be made only from among those members who were not nominated by the Nominating Committee or who declined such nominations as above provided. However, no person who has declined the Committees nomination may be nominated by petition for the same position.

- (f) On or before Decemer15 , the secretary shall notify each member in writing of all such additional nominations.
- (g) Nominations cannot be made at the annual meeting or in any manner other than as provided in this Section5 Article V

## ARTICLE VI

### AMENDMENTS

Section1 AMENDMENTS These constitution and by-laws may be amended by a majority vote of the members present and voting at any regular or special meeting called for the purpose; but the proposed amendments must be embodied in the call for any such meeting and mailed to each member at least two weeks prior to the date of such meeting.

## ARTICLE VII

### DISSOLUTION

SECTION 1 Dissolution The Club may be dissolved at any time by the written consent of not less than 2/3 of the members After payment of all debts of the Club, its property and assets shall be divided equally among the members

## ARTICLE IIX

### 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 follows:

- ROLL CALL
- MINUTES OF LAST MEETING
- REPORT OF BOARD
- REPORT OF PRESIDENT
- REPORT OF SECRETARY
- REPORT OF TREASURER
- REPORTS OF COMMITTES
- ELECTIONOF OFFICERS AND BOARD (at annual meeting)
- ELECTION OF NEW MEMBERS

**UNFINISHED BUSINESS  
NEW BUSINESS  
ADJOURNMENT**

**SECTION 2** At meeting of the Board, the order of business , unless otherwise directed by 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  
Election of new members  
New Business  
Adjournment**

Dated this 11th day of May, 2004

