

February 10, 2007

By-Laws rev. 10

Voted on by members at a special call meeting before the annual meeting- vote 31 for, 1 abstention

CONSTITUTION

Article 1 The name of the club shall be the **Middle Tennessee Amateur Retriever Club (MTARC)**

Article 2 The objectives of the club shall be to further the advancement of all field trial breeds and all hunting tests breeds. The MTARC will do all in its power to protect and advance the interests of field trials and hunting tests and to encourage the sportsmanlike conduct at such events and to conduct field trials and hunting tests under the Rules and Regulations of the American Kennel Club. The MTARC will disseminate knowledge, conduct classes in and promote the training of purebred dogs and encourage the training of judges.

Article 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 4 The members of the club shall adopt and may, from time to time, revise such bylaws as may be required to carry out these objects.

BYLAWS

Article 1 Membership

Section 1. There shall be several types of membership as listed below open to all persons 18 years of age and older who are in good standing with the American Kennel Club (AKC) 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 represented of the breeders and exhibitors in its immediate area.

A member in good standing is someone who is not suspended by the AKC and whose dues for the year are already paid.

Types of membership:

Regular (individual) - Enjoys all club privileges, including the right to vote and hold office.

Household- Two adult members residing in the same household, each eligible to vote and hold office

Junior- Open to children under 18 years of age, non-voting/non-office holding membership, no dues, can convert at 18 years of age to regular membership

Honorary- An individual who has made significant contributions to the sport, breed or the Club; honorary members pay no dues and are not eligible to hold office or vote. The board of officers and directors determine the length of time someone may be an honorary member. Nominations may come from any member in good standing.

Life- For a member(s) who has been a member for a long period of time (usually over 20 years); Life members pay no dues but are eligible to vote and hold office. The board of officers and directors vote to bestow this honor; nominations may come from any member in good standing. The Honorary life membership is perpetual.

.Section 2 Dues

Regular member dues total \$20 per year; Household dues total \$25 per year. Dues are due and payable each year and payable on or before the annual meeting. The dues cover the period of January 1 till December 31 of each calendar year. No member may vote whose dues are not paid for the current year.

Dues may be increased (decreased) once in any year as voted upon by the majority of members in a secret ballot. The increase (or decrease) may not exceed \$10 in any year and applies to all categories of membership paying dues.

Dues notices will be mailed or emailed in the month of November by the treasurer.

Section 3 Election to Membership

Each applicant for membership shall apply on a form as provided 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 MTARC and the AKC. 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. Dues are not prorated.

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 applications will be voted upon and affirmative votes of two-thirds of the members present and voting by secret ballot at that meeting shall be required to elect the applicant.

Applicants 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. Obligations other than dues are considered a debt to the club.

(b) By lapsing. A membership will be considered as lapsed and automatically terminated if such member's dues remain unpaid after 90 days from the beginning of the fiscal year. In no case may a person hold office, serve on the Board of Directors or vote on any matter whose dues are unpaid as of that meeting.

(c) By expulsion. A membership may be terminated by expulsion as provided in article VI of these bylaws.

Article II

Section 1 Club meetings

Meetings of the club shall be held not less than one time per calendar quarter within the greater Davidson County area at such hour and place as designated by the Board of Directors. The quorum for such meetings shall be 20 percent of the members in good standing. The general membership will be notified of all club and board meetings via email.

Section 2 Special Club Meetings

Special club meetings may be called by the President, or by a majority of the Board members 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 5 members of the club who are in good standing. Such special meetings shall be held in the greater Davidson County area at such a place, date and hour as designated by the person(s) authorized to call the meetings. Electronic notice (e-mail) or written notice (postal service) of such a meeting shall be mailed at least 15 days prior to the meeting, and said notice shall state the purpose of the meeting, and no other club business may be transacted there at. The quorum for such a meeting shall be 20 percent of the members in good standing.

Section 3 Board Meetings

Meetings of the Board of Directors shall be held at least 6 times per year within the greater Davidson County area at such hour and place as may be designated by the Board. E-mail or written notice must be sent to the secretary at least 5 days prior to the date of the meeting. The quorum for such a meeting shall be the majority of the Board.

Section 4 Special Board Meetings

Special meetings of the Board may be called by the President and shall be called by the secretary upon e-mail or written request signed by at least three members of the Board. Such special meetings shall be held in the greater Davidson County area at such a place, date and hour as may be designated by the person authorized to call such a meeting. E-mail or written notice of the meeting shall be mailed to the secretary at least 5 days prior to the meeting date. Any 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.

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 is not permitted at any club meeting or election.

Section 6 E-mail Notification

The club may notify Officers, Board Members and general members via email of general club meetings and Board Meetings provided the members have signed an authorization agreeing to this form of communication. Such authorization is revocable provided that it is in writing to the club secretary. This authorization releases the club from any liability

should the notification be received late or not received by a member or Board Member due to circumstances beyond the club's control

Article III

Directors and Officers

Section 1 Board of Directors

The Board shall be comprised of the officers and five (5) 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 clubs 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 powers normally appurtenant to the Office of President in addition to those particularly specified in these bylaws.

(b) The Vice President shall have the duties and exercise the powers of the President in case of the Presidents 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: 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 bylaws.

(d) The Treasurer shall collect and receive all monies due or belonging to the club. Monies 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 of the condition of the club's finances and every item of receipt or payment not before reported; and at the annual meetings, an accounting shall be rendered of all monies received and expended during the previous fiscal year. The treasurer shall be bonded in such amount as the Board or 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 the Officers and six (6) other persons.

(d) No person may hold any one officer position for more than two (2) successive years.

Section 3 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 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 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, Elections

Section 1 Club Year

The club's fiscal year shall begin on the 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 February, 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 conclusion of the election and each retiring officer shall turn over to the successor in office all properties and records relating to that office within 30 days following the election.

Section 3 Elections

The nominated candidate receiving the greatest number of votes for each office shall be declared elected. The 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 November, the Board shall select a Nominating Committee consisting 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 committeemen and alternates of their selection. The Board may name a chairman for the committee, and it shall be such person's duty to call a committee meeting, which shall be on or before Dec. 15.

(a) The committee shall nominate one candidate for each Office and position on the Board, and after securing the consent of each person, shall immediately report their nominations to the Secretary in writing.

(b) Upon receipt of the Nominating Committee's report, the Secretary shall, before December 31, notify each member in writing of the candidates so nominated.

(c) Additional nominations may be made to the chair of the nominating committee by any member, provided that the person so nominated does not decline when the chair of the nominating committee contacts them to validate their interest in the nominated position, and provided further that the proposed candidate submit to the nominating chair a written statement signifying willingness to be a candidate. No person may be a candidate for more than one position.

(d) Nominations cannot be made at the annual meeting or in any manner other than provided in this Section.

(e) A member must be in good standing with the club, have no AKC sanctions in effect and have been a club member for at least one (1) year prior to being nominated for any Officer or Board position.

Article V Committees

Section 1

The Board may each year appoint standing committees to advance the work of the club in such matters as events, trophies, annual prizes, membership and any 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 on particular projects.

A member must have paid club dues for two consecutive years before they are eligible for Club awards. Dues must be paid at or before the Annual meeting in any year to be eligible for awards.

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 whose services have been terminated.

Article VI Discipline

Section 1 American Kennel Club Suspension

Any member who is suspended from the privileges of the AKC automatically shall be suspended from the privileges of this club for a like period.

Section 2 Charges

Any individual member may prefer written charges against another individual member for alleged misconduct prejudicial to the best interest of the club. These written charges must be filed with the Secretary and a \$100.00 deposit which shall be forfeited if the charges are not sustained. Any charges will follow the AKC template in effect at the time of the incident for handling the grievance.

Article VII
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 percent of the membership in good standing. Amendments proposed by such a petition shall promptly be 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 when the petition was received by the Secretary.

Section 2

The constitution and bylaws may be amended by a two-thirds secret vote of the membership present and voting at any regular or special meeting called for the purpose, provided the proposed amendments have been included in the meeting notice mailed to each member at least two weeks prior to the date of the meeting.

Section 3

Amendments to these member club bylaws require approval by the AKC Board. No amendment to the club constitution and 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

Section 1

The club may be dissolved at any time by the written consent of not less than two-thirds of the members in good standing. 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 member of the club but after payment of 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

Section 1

At the meetings of the club, the order of business, so far as the character and nature of the meetings permit, shall be as follows:

Roll Call

Minutes of the last Meeting

Report of the President
Report of the Secretary
Report of the Treasurer
Election of officers and Board (at annual meeting)
Election of new members
Unfinished business
New business
Adjournment

Article X
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 which they are not inconsistent with these bylaws and any other special rules of order the club may adopt.
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