

CONSTITUTION AND BYLAWS

Obedience Club of Corpus Christi, Inc.

As amended 10/99, 07/12, 07/13, 1/17

CONSTITUTION

ARTICLE I

Name and Objectives

SECTION 1 - The Name of the Club Shall Be "Obedience Club of Corpus Christi, Inc."

SECTION 2 - The Objectives of this Club shall be:

- a. To disseminate knowledge regarding dog training and to promote responsible dog ownership and training of all dogs;
- b. To hold and support performance events under the rules and regulations of the American Kennel Club and other dog organizations;
- c. To conduct classes for the training of dogs and their handlers, open to the public and to provide an opportunity for members to practice with their dogs in preparation for entry of such dogs in performance events;
- d. To promote cooperation and good sportsmanship among its members in the training and exhibition of dogs.

SECTION 3 - The club was incorporated under the laws of the State of Texas on August 31, 1964, in accordance with the Texas Non-Profit Corporation Act, Charter No. 205925.

BYLAWS

ARTICLE I

Club Assets

SECTION 1 - The club is a non-profit organization. Any profits realized from any activities of the club must be devoted to the purposes enumerated in the section above.

ARTICLE II

Membership

SECTION 1 – Eligibility: There shall be four types of membership, open to all persons 18 years of age or older, in good standing with the American Kennel Club, and who subscribe to the purposes of this club.

a. Individual Member

This entitles the member to all privileges of the club and to one (1) vote at any meeting of the club. Individual member must be eighteen years or over.

b. Family Member

This entitles two (2) members of one family, each eighteen (18) years of age or over, to have all voting privileges of the club. Any other member or members of this immediate family have all privileges of the club, except the right to vote and hold office. For the purpose of this section a family will be construed as those members living in a household.

c. Junior Member

This entitles a member under age eighteen (18) to all the privileges of the club, except that no Junior Member is eligible to vote at any regular or special meeting of the club, or hold office.

d. Honorary Member

Honorary membership may be bestowed upon any person in recognition of extraordinary service to the club. He/She will have no vote at any meeting of the club and is not eligible to hold an elective office in the club. Honorary members are exempt from all dues and/or assessments.

SECTION 2 - Election to Membership:

- a. Each candidate shall have prior dog training experience (with references from another training organization) or have completed at least 2 of our 8-week class sessions.
- b. 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 the constitution and bylaws 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 in good standing.
- c. All applications are to be filed with the Secretary and each application is to be read at the first meeting of the club that the applicant attends following receipt. At the next club meeting that the applicant attends the applicant will be voted upon and affirmative votes of 2/3 of the active members present and voting by secret ballot at that meeting shall be required to elect the applicant.

- d. Newly elected members must attend 2 additional meetings before they become active voting members.
- e. Applicants for membership who have been rejected by the club may not reapply within six months after such rejection.

SECTION 3 – Dues:

- a. Membership dues will be determined by the majority of the voting members each August.
- b. All dues are payable in advance and will be due on September first of each calendar year and will be delinquent on November first.
- c. Any member who has not paid his/her dues on or before November first, will be notified that he/she is delinquent and will then be dropped from membership unless such dues are paid within one month from date of such notice.
- d. A member whose membership has been forfeited may, upon payment of the current year's dues and all delinquent debts, be reinstated as of the date of payment by a majority vote of the voting members present at a regular meeting.

SECTION 4 – 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/she is present. Proxy voting will not be permitted at any club meeting or election.

SECTION 5 - Resignation of Member: A member may resign at any time, by sending written notice to the secretary, except that no member can resign while in debt to the club. No part of the annual dues will be refunded to a resigning member.

SECTION 6 - Expulsion of Members:

A member may be terminated by expulsion as provided in Article VI of these bylaws.

ARTICLE III

Officers

SECTION 1 - The Officers Shall be:

- a. President
- b. Vice-President
- c. Secretary
- d. Treasurer
- e. Training Director
- f. Webmaster

SECTION 2 - Duties of the Officers:

a. President

It is the duty of the President to preside at all general meetings of the club and the Board of Directors and to enforce all By-Laws and Regulations pertaining to the club. To call all regular, special, and the Board of Directors meetings. To appoint all committees and/or chairmen thereof, unless otherwise ordered in a motion in a regular or special meeting. The President will be a member ex-officio of all such committees. The President is empowered to co-sign (together with the Treasurer) any checks for the club, subject to approval of the club. Only the President, with the exception of the Secretary in the performance of duties as Club Secretary, is empowered to sign all other documents necessary for operation of the club, subject to the approval of the club.

b. Vice-President

The Vice-President will, in the case of the death, disability, or absence of the President, perform the duties and exercise the powers of the President. In addition, the Vice-President will perform such duties as may be assigned to him/her by the President. The Vice-President shall be placed on the bank signature card.

c. Secretary

It is the duty of the Secretary to attend all meetings, except committee meetings, and keep accurate minutes of the proceedings in a book provided for that purpose; to preserve all letters, records, and dates of interest to the club; to carry on all routine correspondence of the club; to notify applicants for membership of their election or rejection, provide new members a copy of the By-Laws; to notify officers of the club of their election to or their removal from office; to send all members notices of time and places of meetings; to keep an accurate list of members; to notify all members of proposed By-law amendments and to perform other such duties as may be assigned by the President.

d. **Treasurer**

It is the duty of the Treasurer to collect all dues and fees; to have custody of all funds, depositing same in such banks or depositories which may be approved by the Board of Directors in the name of, and to the credit of The Obedience Club of Corpus Christi, Inc.; to keep accounts of the club and make a quarterly report to the club, or at any other time which may be required by the President; to pay all bills by means of checks co-signed by Treasurer and the President; and to present an annual financial report to the club at the annual meeting held for the purpose of election of officers; and to perform other such duties as may be assigned by the President. The Board of Directors has the responsibility of oversight of online bank accounts.

e. **Training Director**

It is the duty of the Training Director to direct all training classes; he/she will have the power to appoint instructors at any time. The Training Director has the right to reject any and all dogs and/or persons from training classes, if the presence of such dogs and/or persons is, in the opinion of the Training Director, detrimental to the successful operation of the classes. The Training Director, Treasurer or designated registrar will also furnish new class members with a receipt of fees received for training classes; turn over monies received to the Treasurer; send training class members correspondence relative to class business; maintain master lists of students in training classes and perform other such duties as may be assigned by the President. The Training Director may appoint an assistant and/or head evaluator.

f. **Webmaster**

It is the duty of the webmaster to maintain the club website, club Facebook page, club email and any other electronic web based media for the club. The webmaster will be in charge of the club email newsletter list and sending out the promotional emails.

SECTION 3 - Board of Directors

The Board of Directors will be composed of the officers of the club. The Board of Directors will be responsible for carrying on the normal business of the club, subject to the approval of the membership. The initial Board of Directors named in the Charter will serve until the first meeting of the members, at which time the members will elect five officers specified in the By-laws, which officers will comprise the Board of Directors and will serve until new officers are elected in accordance with the By-Laws. Special meetings of the Board of Directors may be held to transact emergency business provided that at least three (3) members of the Board of Directors are present.

SECTION 4 - Removal of Officers

- a. Any officer will automatically be removed from office for failure to attend four (4) consecutive regular meetings or failure to provide adequate reasons therefore in writing. Any officer removed under the provisions of this section will be notified in writing of such removal.
- b. All or any of the officers may be at any time removed from office by a 2/3rds majority of the voting membership of the club present at a regular meeting.

SECTION 5 - Officer Vacancies: Any officer vacancy will be filled by nominations from the floor and a majority vote of the voting members present at a regular meeting.

ARTICLE IV

Meeting

SECTION 1 - Regular meetings of the club will be held at a pre-arranged time and place once each month, place to be determined by majority vote of the voting members. The annual meeting for the election of officers will be the regular meeting held during the month of August.

SECTION 2 - Notice of all regular meetings must be sent to all members in good standing at least ten (10) days but not more than fifty (50) days prior to the meeting, and will specify the place, day and hour of the meeting.

SECTION 3 - At least 20 percent of the total voting membership must be present to constitute a quorum at any meeting, special or regular.

SECTION 4

- a. Special meetings may be called at any time by the President upon a majority vote of the Board of Directors, or upon presentation of written, signed requests of at least five (5) active voting members. Notice of such special meetings must be sent to each voting member not later than ten (10) days nor more than fifty (50) days before the date of such meeting. The call must be set forth clearly for the purpose of such meeting and no other business may be considered at that special meeting.

- b. The ten (10) day waiting and notification period required for special meeting in the section may be suspended for purposes of transacting business in connection with the obedience trials.

ARTICLE V

Election of Officers

SECTION 1

- a. The nominating committee will be comprised of the outgoing officers.
- b. This committee will nominate one candidate for each office of the club shown in Article IV, Section I of these By-Laws. A list of the candidates nominated will be delivered to the Secretary prior to the regular July meeting of the club. A list of all candidates nominated by the committee will then be sent by the Secretary to each active voting member of the club with the notice of the annual meeting of the club not later than ten (10) days before the date of the annual meeting of the club.
- c. Any voting member may make nominations from the floor at the regular annual meeting for election to any office contained in Article IV, Section 1 of these By-Laws.
- d. No two members of the same family will hold elective office at the same time.
- e. A candidate for office must be a voting member in good standing. He/She must have been continuously active for six (6) months prior to nomination.

SECTION 2

- a. The candidates receiving the most votes by secret ballot are elected. If there are no nominations from the floor, the slate may be accepted by a vote of acclimation.
- b. No voting will be done by proxy or by absentee vote.

ARTICLE VI

Discipline

SECTION 1 – American Kennel Club Suspension: Any member who is suspended from any of the privileges of the American Kennel Club automatically shall be suspended from the privileges of this Club for a like period.

SECTION 2 – Charges: Any individual member may prefer charges against any other individual member for alleged misconduct prejudicial to the best interest of the Club. Written charges with specifications must be filed in duplicate with the Secretary together with a deposit of \$50.00 which shall be forfeited if such charges are not sustained by the Board following a trial. The Secretary will promptly send a copy of the charges to each member of the Board or present them at a Board meeting. 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 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 of trial by the Board, not less than 3 weeks nor more than 6 weeks thereafter. The Secretary shall promptly send one copy of the charges and specifications to the accused member by registered mail together with a notice of the hearing and an assurance that the defendant may personally appear on their own behalf and bring witnesses if they wish. If the charges are preferred by or against a board member, that member will recuse themselves from participation as a member of the board in the trial process.

SECTION 3 – Trial: The Board shall have complete authority to decide whether counsel may attend the hearing, but both the complainant and the defendant shall be treated uniformly in that regard. The Board shall follow the trial procedure delineated in Robert's Rules of Order to conduct the ensuing trial. Should the charges be sustained after hearing all the evidence and testimony presented by the complainant and defendant, the Board may, by a majority vote of those present, suspend the defendant from all privileges of the Club of not more than six months from the date of the hearing. And, if it deems the punishment insufficient, it 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 their 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 party 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 of expulsion. The defendant shall have the privilege of appearing on their 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 shall invite the defendant, if present, to speak in his own behalf if they so wish. The meeting 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 voted, the Board's suspension shall stand.

ARTICLE VII
Order of Business

SECTION 1 – Regular Club Meetings

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:

- a. Roll Call
- b. Minutes of last meeting
- c. Report of President
- d. Report of Secretary
- e. Report of Treasurer
- f. Report of Training Director
- g. Report of Webmaster
- h. Reports of Committees
- i. Election of new members
- j. Unfinished business
- k. New business
- l. Election of officers and board (at annual meeting)
- m. Adjournment

SECTION 2 – Board Meetings

At meetings of the board, the order of business, unless otherwise directed by majority vote of those present, shall be as follows:

- a. Reading of minutes of last meeting
- b. Report of Secretary
- c. Report of Treasurer
- d. Report of Training Director
- e. Reports of committees
- f. Unfinished business
- g. New business
- h. Adjournment

ARTICLE VIII
Amendment of the Bylaws

SECTION 1

These By-Laws may be amended by a two-thirds (2/3rds) majority of the voting members present at a regular meeting.

SECTION 2

A motion to amend these By-Laws may be made and seconded at any regular meeting of the club. The Secretary will immediately thereafter notify the membership of such proposed amendment. The vote on the amendment will not be taken until the following regular meeting.

ARTICLE IX
Dissolution

SECTION 1 - The club may be dissolved at any time by the written consent of not less than 2/3rds 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 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 recommended by the board of directors and selected by a majority vote of the voting members of the club.

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