



**Incorporated**

**Member of the American Kennel Club**

# **CONSTITUTION**

**and**

# **BYLAWS**

# **Plum Creek Kennel Club of Colorado, Inc.**

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# **Constitution**

These bylaws are subject to and governed by the State of Colorado, Colorado Revised Statutes and the Articles of Incorporation of the Plum Creek Kennel Club of Colorado, Inc. In the event of a direct conflict between the provisions of these bylaws and the mandatory provisions of Colorado, the Colorado Revised Statutes (Title 7. Corporations and Associations (7-1-101 –7-137-301)) will be controlling.

## **ARTICLE I Name**

The name of the club shall be **PLUM CREEK KENNEL CLUB OF COLORADO, INC.** and doing business as Plum Creek Kennel Club and often referred to as PCKC and in this document, the Club.

## **ARTICLE II Objects**

The objects of the Club shall be:

- A. to further the advancement of all breeds of pure-bred dogs;
- B. to do all in its power to protect dogs and to encourage interests of all breeds of pure-bred dogs and to encourage sportsmanlike competition at dog shows and all other competitive dog events; and
- C. to conduct sanctioned matches, dog shows, obedience trials, tracking tests, agility trials and any other event for which the Club is eligible under the Rules and Regulations of the American Kennel Club.

## **ARTICLE III Not for Profit**

No part of the net earnings of the Club shall inure to the benefit of, or be distributable to its members, officers, directors or other private persons, except that the Club shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions on furtherance of the purposes set forth in the Constitution and in Article I of the Bylaws.

## **ARTICLE IV Bylaws**

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.

## **ARTICLE V Territory**

While membership is to be unrestricted as to residence, the Club's primary purpose is to be representative of the breeders and exhibitors in its immediate area, Douglas County and Western Elbert County, Colorado.

# Bylaws

## ARTICLE I Membership

### Section 1. Eligibility

**A. Regular Membership** shall be open to all persons 18 years of age or older who are in good standing with the American Kennel Club and who subscribe to the objects of this Club. Each regular member shall be entitled to one vote whether that person's membership is individual or part of a household.

**B. Household Membership** is for two persons 18 years of age or older who are in good standing with the American Kennel Club and residing in the same household who want to be active and attend meetings. Each household member may vote and hold office.

**C. Associate Membership** is for any person 18 years of age or older who is in good standing with the American Kennel Club who wants to be informed and associated with the Club but cannot commit to regular meeting attendance. Associate members may not vote or hold office.

**D. Junior Membership** shall be open to all persons 9 through 17 years of age who otherwise meet the above requirements. A Junior Member may not vote or hold office.

**Section 2. Dues.** Membership dues shall not exceed \$50 (amount to be established by the Board of Directors), due and payable on or before the first of January of each year. No member shall vote whose dues are not paid for the current year. During November, the Treasurer shall send to each member a statement of dues for the ensuing year. At the discretion of the Board, a 30-day grace period may be applied for meritorious circumstances.

**Section 3. Election to Membership.** Each applicant for membership shall apply on a form as approved by the Board of Directors, which shall provide that the applicant agrees to abide by the constitution and bylaws and rules of the American Kennel Club, the Articles of Incorporation of the Plum Creek Kennel Club of Colorado and these Bylaws. The application shall state the name and address of the applicant and it shall carry the endorsement of at least one member in good standing. Accompanying the application, the applicant shall submit dues for the current year.

All applications shall be filed with the Recording Secretary and each application shall be read at the next Membership Meeting following its receipt. Applicants shall attend a minimum of two Membership Meetings before they are eligible to be considered by the Club. Affirmative votes of 2/3 of members present and voting by secret ballot at a Membership Meeting shall be required to elect an applicant. The Corresponding Secretary shall notify each applicant of the acceptance or rejection within 10 days following such action by the Club. Applicants who are rejected by the Club may reapply after six months from the date of the vote.

**Section 4. Termination of Membership.** Membership may be terminated:

- A. by resignation. Any member in good standing who is not in debt to the Club may resign upon written notice to the Recording Secretary
- B. by lapsing. A membership will be considered lapsed and automatically terminated if such member's dues remain unpaid as of February 1<sup>st</sup> of the new year. This deadline may be extended to March 1 if the member applies to the Board and is granted an extension based on meritorious circumstances
- C. by expulsion. Any membership may be terminated by expulsion as provided in Article VI of these Bylaws.

Anyone who has resigned or whose membership lapsed may apply for reinstatement in accordance with **Section 3** of this Article.

## **ARTICLE II Directors and Officers**

**Section 1. Board of Directors.** The Board of Directors shall be comprised of the President, Vice-President, Recording Secretary, Corresponding Secretary, Treasurer and four (4) At-large Directors, all of whom shall be in good standing. Board Members shall serve for two (2) years and may succeed themselves for a second term [no more than four (4) consecutive years in the same office]. Four (4) Board Members [President, Corresponding Secretary and two (2) At-large Directors] shall be elected in even-numbered years and five (5) Board Members [Vice-President, Recording Secretary, Treasurer and two (2) At-large Directors] shall be elected in odd-numbered years. After leaving office, the President shall be an ex-officio member of the Board for one year, having a voice but no vote. Board Members shall serve until their successor is elected. The Board of Directors shall be in charge of the general management of the Club's affairs and will conduct those affairs in accordance with the Constitution and these Bylaws and applicable laws, ordinances and governmental regulations.

**Section 2. Officers.** The Club's Officers, consisting of the President, Vice-President, Recording Secretary, Corresponding Secretary and Treasurer shall serve in their respective capacities both with regard to the Club and its meetings and the Board of Directors and its meetings.

- A. The President shall preside at all meetings of the Club and of the Board of Directors 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-President shall have the duties and exercise the powers of the President in case of the President's death, absence, or incapacity.
- C. The Recording Secretary shall keep a record of all meetings of the Club and of the Board of Directors, a current roll of the members of the Club with their last known addresses and any other records which may be ordered by the Club.
- D. The Corresponding Secretary shall have charge of the correspondence, notify members of the meetings, notify new members of their election to membership, notify officers and directors of their election to office and carry out such other duties as are prescribed in these Bylaws.
- E. The Treasurer shall collect and receive all monies due or belonging to the Club and receipt therefore. He/she shall deposit same in a bank satisfactory to the Board of Directors in the name of the Club. His/her

books shall at all times be open to inspection by the Board of Directors 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 and at the annual meeting an account of all monies received and expended during the previous fiscal year, which account shall have been certified by the Board of Directors. The Treasurer will ensure that the Federal and State of Colorado business and not-for-profit filings, including tax returns are done on a timely basis every year. The Treasurer shall be bonded in such amount as the Board of Directors shall determine.

F. The AKC Delegate shall be elected by the membership for a term of 2 years starting on the date of approval by the AKC and shall continue to serve as Delegate until a new delegate is elected. The Delegate shall attend the AKC Delegate meetings at the direction of the Board of Directors. The election of the AKC Delegate shall be made in the same manner as the Directors and Officers of the Club at the Annual Meeting in even-numbered years. The AKC Delegate shall be eligible to be heard but shall not have a vote at the Board Meetings.

G. No PCKC Board Member (9) shall be a Board Member with another AKC all-breed club.

**Section 3. Vacancies.** Any vacancies occurring on the Board of Directors or the AKC Delegate during the year shall be filled until the next Annual Meeting by a majority vote of the Board Members present at its first meeting following the creation of such vacancy, except that a vacancy in the office of President shall be filled automatically by the Vice-President and the resulting vacancy in the office of the Vice-President may be filled by and from the Board of Directors.

## **ARTICLE III Elections**

**Section 1. Elections of Officers and Directors.** Elections shall be by secret ballot at the Annual Meeting. No persons shall be elected to office unless he/she is a voting member (regular member or household member) in good standing and shall have been nominated for that office in accordance with these Bylaws.

A. Method of Voting -- The candidate receiving the greatest number of votes for each office and/or other position on the Board of Directors shall be declared elected. They shall take office at the beginning of the new Club Year. Each retiring Officer shall turn over to his/her successor in office all properties and records relating to that Office at least two weeks prior to the beginning of the new Club Year.

B. At-large Directors - All four At-large Directors shall be considered equal. Two are elected each year. If the slate has more than two candidates for the At-large Director positions, the two with the highest number of votes will be elected (by plurality).

**Section 2. 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 members and two alternates, not more than one of whom may be a member of the Board. The Recording Secretary shall immediately notify the committee members and alternates of their selection. The Board shall name a chair for the committee, and it shall be such person's duty to call a committee meeting, which shall be held on or before May 1.

A. The Nominating Committee shall nominate one candidate for each office (and for Delegate, who may but need not be an officer or director of the Club) and positions on the Board and, after securing the consent of each person so nominated, shall immediately report their nominations to the Recording Secretary in writing no later than September 1.

B. Upon receipt of the Nominating Committee's report, the Recording Secretary shall, by September 15, notify each club member in writing of the candidates so nominated.

C. Additional nominations may be made

(1) at the October meeting by any voting member in attendance, provided that the person so nominated does not decline when his name is proposed, and provided further that if the proposed candidate is not in attendance at this meeting, the proposer shall present to the Recording Secretary a written statement from the proposed candidate signifying willingness to be a candidate. and

(2) by e-mail notice to the Recording Secretary at least three days prior to the October meeting (accompanied by a letter from the proposed candidate that he is willing to serve if elected). No person may be a candidate for more than one position (except for the position of Delegate)

D. Nominations **cannot** be made at the annual meeting or in any manner other than as provided in this Section.

**Section 3. Ballot Preparation and Counting.** The Nominating Committee shall be responsible for preparing and distributing the ballot for the annual elections. A member of the nominating committee and two (2) members appointed by the President will count the ballot.

## **ARTICLE IV Club Year, Meetings and Voting**

**Section 1. Fiscal Year.** The Club's fiscal year shall begin on the first day of January and end the 31<sup>st</sup> day of December each year. The Club's official year shall be the same.

**Section 2. Meeting Formats.** All meetings of the Board, Membership or Committees may be held in-person or virtually. All meetings, regardless of whether in-person or virtual, will have identical authority.

In-person meetings will be held in the greater Douglas County, Western Elbert County area.

If virtual, everyone must be able to hear others simultaneously and be able to participate verbally during the call, or by electronics.

Votes may be taken verbally, by e-mail, online polls and other methods as specified in RONR. If e-mail is used to vote, each person must use "Reply all". If a secret ballot is required, a poll may be used that does not reveal the identity of the voter, only that members have voted.

The time/date/format/location of all Membership or Board meetings shall be designated by the Board of Directors, excepting Special Board of Directors Meetings or Special Membership Meetings wherein the time/date/format/location shall be designated by those calling such meetings.

**Section 3. Membership Meetings.** Membership Meetings of the Club shall be held at such times and places as may be designated by the Board of Directors. The Corresponding Secretary shall send notice of such meetings at least three days and not more than ten days prior to the date of the meeting. In all cases, "send notice" means written notice via e-mail or USPS. Such notice shall be sent to each member at their last known address and shall state the time/date/format/location of the meeting. A quorum for the Membership Meeting shall be 20% of the regular members in good standing.

**Section 4. Annual Meeting.** November - The Membership Meeting in November shall be known as the Annual Meeting and shall be for the purpose of electing the Board Members, receiving reports of the Officers and Committees, and for any other business that may arise.

**Section 5. Special Membership Meetings.** Special Membership Meetings of the Club may be called by the President or by the Board of Directors, or by receipt (of the Recording Secretary) of a petition signed by five voting members in good standing and notice shall be sent to the Club by the Recording Secretary. The Recording Secretary shall send notice of such meetings at least three days and not more than ten days prior to the date of the meeting. Such notice shall be sent to each member at the last known address and shall state the time/date/format/location, and purpose of the meeting and no other Club business may be transacted thereat. The quorum for a Special Membership Meeting of the Club shall be 20% of the regular members in good standing.



**6. Order of Business - Membership Meetings.** At the Membership Meetings of the Club, the order of business, so far as the character and nature of the meeting requires, shall be as follows:

1. Establish quorum
2. Approval of the minutes
3. Statement of finances
4. Correspondence not requiring action
5. Board reports and recommendations
6. Report of Officers
7. Reports of standing committees and recommendations
8. Reports of special committees and recommendations
9. Unfinished business
10. New business:
  - a. Election of Officers (at Annual Meeting)
  - b. Election of new members
  - c. Correspondence requiring action
  - d. New motions and resolutions
11. Announcements
12. Adjournment

**Section 7. Board of Directors Meetings.** Meetings of the Board of Directors shall be held in the months of January, March, May, July, September, and November with the time/date/format/location as designated by the Board. The Corresponding Secretary shall provide written notice of such meetings at least three days and not more than ten days prior to the date of the meeting and shall state the time and place of the meeting. A quorum for the meetings of the Board of Directors shall be a majority of the Board of Directors.

**Section 8. Special Board of Directors Meetings.** These may be called by the President or by a written request signed by at least three members of the Board. Such requests shall be given to the Recording Secretary who will send notice of such meeting. The person(s) authorized herein to call such Special Board Meetings may designate the time/date/format/location. The Recording Secretary shall send written notice of such meetings at least three days and not more than ten 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 a majority of the Board of Directors.

**Section 9. Order of Business - Board of Directors Meetings.** At meetings of the Board of Directors, the order of business, so far as the character and nature of the meeting requires, shall be as follows:

1. Establish quorum
2. Approval of the minutes
3. Reports of the Officers
4. Unfinished business
5. New Business
6. Adjournment

**Section 10. Voting.** At Membership Meetings of the Club, each voting member in good standing shall be entitled to vote once on any question coming before the meeting. At meetings of the Board of Directors, each member of the Board shall be entitled to vote once on any question coming before the meeting. No absentee or proxy voting will be permitted at any meeting of the Club or Board of Directors.

## **ARTICLE V Committees**

**Section 1. Committee Chair Appointments.** During the first Board Meeting occurring after elections, the Board of Directors shall appoint all committee chairs for the coming year (with the exception of the nominating committee chair).

The board may each year appoint standing committees to advance the work of the club in such matters as dog shows, obedience trials, trophies, annual prizes, membership, and 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 it on particular projects.

Standing Committees and annually recurring Special Committees shall be listed in Standing Rules along with their responsibilities. Committees may be added or deleted from the Standing Rules.

**Section 2. Termination of Committee Appointments.** Any committee appointment may be terminated by a majority vote of the Board (requires a quorum, not 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. 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 member in good standing may prefer charges against any other member for alleged misconduct prejudicial to the best interest of the Club. Written charges with specifications must be filed in duplicate with the Recording Secretary together with a deposit of \$25.00 which shall be forfeited if the Board of Directors following a hearing does not substantiate such charges. The Recording 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 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 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 of the hearing by the Board not less than three weeks nor more than six weeks thereafter. The Recording Secretary shall promptly send one copy of the charges 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 desired.

**Section 3. Hearing:** The Board of Directors 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 defendant, the Board may by a majority vote of those present, suspend the defendant from all the privileges of the Club for not more than six months from the date of the hearing. It may also recommend to the membership that the penalty be expulsion. In either case, the Board's actions shall not restrict the defendant's right to appear before his 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 Recording Secretary. The Recording Secretary, in turn, shall notify each of the parties of the Board's decision and recommendation, if any.

**Section 4. Expulsion.** Expulsion of a member from the Club may be accomplished only at a Membership Meeting of the Club following a Board hearing and upon the Board of Directors' recommendation as provided in **Section 3** of this Article. Such proceedings may occur at a Membership Meeting or Special Membership 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 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 shall invite the defendant, if present, to speak on his/her own behalf, if he/she wishes. A two-thirds vote of those voting by secret ballot on the proposed expulsion shall be necessary for expulsion. In the event the two-thirds vote is not obtained, the suspension imposed by the Board shall not stand.

## **ARTICLE VII Amendments**

**Section 1. Amendments to Constitution and Bylaws.** Amendments to these Constitution and Bylaws may be proposed by the Board of Directors or by written petition addressed to the Recording Secretary signed by 20% 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 membership, with recommendations of the Board, by the Recording Secretary for a vote within three months of the date when the Recording Secretary received the petition.

**Section 2. Voting on Bylaws Amendments.** The Bylaws shall be amended by 2/3 of members voting at any Membership Meeting or Special Membership Meeting called for the purpose, provided the proposed amendments have been included in the notice of the meeting and that notice has been given by email or USPS at least two weeks prior to the meeting. The vote will be secret.

**Section 3. AKC Board Approval.** No amendments to the Constitution and Bylaws that are adopted by the Club shall become effective until they have been approved by the Board of Directors of The American Kennel Club.

## **ARTICLE VIII Dissolution**

The Club may be dissolved at any time by the written consent of not less than 2/3 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 decided by the Board of Directors for the benefit of dogs, unless otherwise prohibited by the Colorado Revised Statutes.

## **ARTICLE IX Parliamentary Authority**

The rules contained in the current version of Roberts Rules of Order, Newly Revised shall govern the Club in all cases to which they are applicable and in which they not inconsistent with the Club's Constitution or with these Bylaws.

## **ARTICLE X Adoption**

All previous Constitutions and Bylaws of the Plum Creek Kennel Club of Colorado by whatever name known and whether written or implied are hereby repealed. We hereby certify that the foregoing Constitution and Bylaws are duly ratified and adopted by the Plum Creek Kennel Club of Colorado on the 27<sup>th</sup> day of March, 1987; revised on the 11<sup>th</sup> day of December, 2006; and, further revised on the 11<sup>th</sup> day of October, 2009 and further revised on the 8<sup>th</sup> day of April, 2022.