

# MID-COAST KENNEL CLUB OF MAINE, INC.

## CONSTITUTION

*These Bylaws are subject to and governed by the State of Maine Non-Profit Corporation Laws and Articles of Incorporation of the Mid-Coast Kennel Club. In the event of a direct conflict between the provisions of these bylaws and the mandatory provisions of the Maine State Non-Profit Corporation statute will be controlling.*

### ARTICLE 1. NAME AND OBJECTIVES

**Section 1.** The name of the Club shall be the Mid-Coast Kennel Club of Maine, Inc.

**Section 2.** The objectives of the Club shall be:

- a. To encourage and promote quality in the breeding of all purebred dogs, and to do all possible to bring their natural qualities to perfection.
- b. To urge members, breeders, and the community to accept the standard of all breeds as approved by the American Kennel Club as the only standard of excellence.
- c. To do all in its power to protect and advance the interest of all breeds of purebred dogs, by encouraging sportsmanlike competition at dog shows, obedience trials and other Club sponsored activities and Club functions.
- d. To promote the training of dogs, and to conduct classes for training of dogs, and handlers, to encourage the training of judges, to encourage and co-operate with individuals and other groups with similar interests and purposes.
- e. To hold and support dog shows, obedience trials, sanctioned matches and any other events for which the club is eligible under the rules and regulations of the American Kennel Club.
- f. To urge all members to abide by the Mid-Coast Kennel Club of Maine Code of Ethics as a guideline for responsible dog ownership.
- g. To bring purebred dog fanciers together in friendly counsel.

**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.

**Section 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 objectives.

# MID-COAST KENNEL CLUB OF MAINE, INC.

## BYLAWS

### ARTICLE 1. MEMBERSHIP.

#### Section 1. Eligibility

- a. **Single Membership:** Single Membership is 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 purposes of this club and intend to participate regularly in Club Meetings. Each Single Member will have voting privileges and the right to hold office after meeting the participation requirements described in Article I section 3 "Election to membership", and as long paying current dues.
- b. **Family Membership:** Family Membership is open to all members of a single household, who are in good standing with the American Kennel Club and who subscribe to the purposes of this club. Each family member over the age of 18 will have full voting privileges and the right to hold office after meeting the participation requirements described in Article I section 3 "Election to membership" current dues are paid. However, no more than two members may vote on an issue and no more than one may hold a position on the Board of Directors at any given time.
- c. **Lifetime Members:** Lifetime members must be in good standing with the American Kennel Club and subscribe to the purposes of this club. A **Lifetime** membership will recognize an individual who has significantly contributed to the club's purposes for a sustained period of time. Lifetime members are nominated by the Board and approved by the voting membership. Lifetime members do not pay dues but are eligible to vote and hold office.
- d. **Non-Voting Membership:** Non-voting membership is open to all persons 18 years of age and older who are in good standing with the AKC and who subscribe to the purposes of this club. Each non-voting member will have full membership privileges except for the right to vote or hold office as long as their dues are paid. A non-voting member may become a voting member by notifying the secretary once they have met the participation requirements as described in Article I section 3 "Election to membership."
- e. **Junior Membership:** Junior Membership is open to all persons from 8 years of age through 17 years of age, who are in good standing with the American Kennel Club and who subscribe to the purpose of this club. Juniors cannot vote or hold office. They may convert to Single Membership upon reaching their 18th birthday by notifying the Secretary.
- f. 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.
- g. No person shall be eligible for membership if that person owes money to the Club for any reason. No member shall retain voting rights, nor be allowed to renew membership the following year if they owe money to the club for any reason.

#### Section 2. Dues.

Membership dues shall be determined and set for the following year by a majority vote of the full Board of Directors. In any year in which the Board has not acted by February 1 to change the amount, dues for the ensuing year shall be at the current level.

Dues shall be payable on or before the first day of May each year. Dues may be paid in advance for up to three years at the current year's amount; if the member leaves the club early dues paid in advance are forfeited.

During the month of March, the Treasurer shall send each member a statement of their dues for the ensuing year. This statement may be included in a Club publication. New members elected after February 1st of any year shall not be billed again until March of the following year. Members with dues unpaid as of May 1st shall receive a follow-up notice.

# MID-COAST KENNEL CLUB OF MAINE, INC.

## **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, Bylaws, and Code of Ethics and by the rules of the American Kennel Club. The application shall state the name, address and occupation of the applicant and it shall carry the endorsements of two members who are in good standing.

Accompanying the application, the prospective member shall submit dues payment for the current year (see Section 2 of this article).

All applications are to be filed with the Secretary. Each applicant for voting membership must attend one Club meeting and at least one additional Club meeting or function before becoming eligible to vote or hold office. In meritorious cases, the Board of Directors may waive the participation requirements. Applicants who cannot meet the participation requirements may apply as non-voting members

The application will be included in the first Club publication following its receipt by the Secretary. If after a 14-day period no negative comments are received by the secretary, the applicant shall automatically become a member and be notified by the secretary. If negative comments are received by the secretary, the application shall be read and voted on at the next Club meeting. If they are present at that meeting, the applicant shall leave during discussion and voting on the application. Voting on applications shall be by written ballot. Affirmative votes of 3/4 of the members present and voting at that meeting shall be required to elect the applicant. The Secretary shall tally votes after the meeting, notify the applicant of the results by mail, and report results to the membership at the next meeting. Applicants for membership who have been rejected by the Club may not reapply within six months after such rejection.

An individual may be nominated for a Lifetime membership by the Board. A Board member will submit the nomination in writing to the secretary for distribution to the membership. The nomination should include an explanation of the nominee's involvement and contribution to the club. The nomination will be read and voted on at the next Club meeting. If the nominee is present at that meeting, the applicant shall leave during discussion and voting on the nomination. Voting shall be by written ballot. Affirmative votes of 3/4 of the members present and voting at that meeting shall be required to elect the nominee as a Lifetime member.

## **Section 4. 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 or in possession of Club property. 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 member's dues remain unpaid 60 days after the first day of the official year, however, the Board of Directors may grant an additional 60 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.
- c. By expulsion: A membership may be terminated by expulsion as provided in Article 6 of these Bylaws.

## **ARTICLE 2. MEETINGS AND VOTING**

The following meetings shall be held either within 25 miles of the city of Rockland, Maine, and/or by telephone/video conference at such day, hour as designated by the person or persons authorized herein to call such meetings. Members participating by telephone or video conference will be considered in attendance.

# **MID-COAST KENNEL CLUB OF MAINE, INC.**

## **Section 1. Club Meetings.**

Meetings of the Club shall be held monthly as designated by the Board of Directors. Written notice of the date, time and location of each meeting shall be mailed by the Secretary at least 7 days prior to the date of the meeting and may be included in a Club publication. The quorum for such meetings shall be 15 percent of the voting members in good standing.

## **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 shall be called by the Secretary upon receipt of a petition signed by five members of the Club who are in good standing. Written notice including date, time, location and purpose of such special meeting shall be mailed by the Secretary at least five days prior and not more than 15 days prior to the date of the meeting. No other Club business may be transacted there at. The quorum for such a meeting shall be 15 percent of the voting members in good standing.

## **Section 3. Board Meetings.**

Meetings of the Board of Directors shall be held prior to the monthly meeting as designated by the President. Notice of each meeting shall be given to the members of the Board by the Secretary at least 7 days prior to the date of the meeting and may be included in a Club publication. The quorum for such a meeting shall be a majority of the Board. Any Club member in good standing may attend but not vote at any Board meeting, unless circumstances call for a meeting in executive session.

## **Section 4. Special Board Meetings.**

Special board meetings may be called by the President or shall be called by the Secretary upon written request signed by at least three members of said Board. Notice of such special meeting will be given by the Secretary at least five days prior, not more than 15 days prior to said meeting to the members of the board. Any such notice shall state the purpose of the meeting and no other business shall be transacted thereat. A quorum for such a meeting is a majority of members of the Board.

## **Section 5. Voting.**

Single members and up to two members of each Family Membership over the age of 18, who are in good standing, whose dues are paid for the current year, and who are present at the meeting, shall be entitled to vote at any meeting of the Club. Junior and non-voting members may voice their opinions on the issues. Proxy voting will not be permitted at any Club meeting or election, nor will absentee voting.

## **ARTICLE 3. DIRECTORS AND OFFICERS**

### **Section 1. Board of Directors.**

The Board shall be comprised of the President, Vice-President, Secretary, Treasurer, and three other members, all of whom shall be members in good standing and be elected for 1-year terms. No more than one member of a household may hold a position on the Board of Directors at any given time. If a new president is elected, the immediate past president shall be one of the directors.

General management of the Club's affairs shall be entrusted to the Board of Directors. They will be elected at the Club's annual meeting, provided for in Article 4.

The Board will conduct an annual review of all records of the Club prior to the annual April meeting.

# MID-COAST KENNEL CLUB OF MAINE, INC.

## 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 with the Board and its meetings.

- a. **The President** shall preside at all meetings of the Club and the Board and shall have 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 Secretary** shall keep records (including attendance) of all the meetings of the Club and of the Board. All matters of the Club which take place are to be recorded and published. The Secretary shall also have charge of all correspondence, member notification of the meetings (which may be included in a Club publication), new members notification of their acceptance, notification of officers and directors of their election to office, maintaining a membership roster with addresses and carry out such other duties as proscribed in these Bylaws.
- d. **The Treasurer** shall collect and receive all monies due or belonging to the Club. The Treasurer shall deposit the same in a bank designated by the Board, in the name of the Club. The books shall be at all times open for inspection by the Board. At every meeting, the Treasurer shall report the condition of the Club's finances and every item of receipt or payment not before reported, and at the annual meeting, shall provide a written account of all monies received and expended during the previous fiscal year. The Treasurer shall be bonded in such amount as the Board shall designate.

The offices of The Secretary and The Treasurer may be held by the same individual in which case the number of Directors would be four rather than three. The combined responsibilities would constitute one voting position.

## Section 3. Vacancies.

A Board member may resign from the Board upon written notice to the Secretary. A vacancy will be considered to exist if any officer or board member fails to attend any three consecutive meetings (as documented and reported to the Board by the Secretary). If a hardship exists that will prevent the officer or board member from attendance, the requirement can be waived by majority vote of the Board of Directors.

Any vacancies occurring on the Board or among the Officers during the year shall be filled until the next annual meeting (election) by a majority vote of the remaining board members at its first meeting called for that purpose; 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 Vice-President shall be filled by a majority vote of the remaining board members.

## ARTICLE 4. THE CLUB YEAR, ANNUAL MEETING, ELECTIONS.

**Section 1.** The Club fiscal year shall begin on the first day of January and end on the 31st day of December. The Club official year shall begin immediately at the conclusion of elections at the annual meeting and shall continue through to the elections at the next annual meeting (April to April).

**Section 2.** The annual meeting shall be held in the month of April, at which the Officers and Directors for the ensuing year shall be elected by secret, written ballot from among those nominated in accordance with Section 4 of this Article. The Board shall appoint 2 inspectors of election, who are members in good standing but not members of the Board or candidates, to assist the secretary with counting the ballots.

## **MID-COAST KENNEL CLUB OF MAINE, INC.**

### **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. If any nominee, at the time of the meeting, is unable to serve for any reason, such nominee shall not be elected and the vacancy so created shall be filled by the new Board in the manner provided by Article 3, Section 3.

Those elected shall take office immediately upon the conclusion of the election. Within 30 days after the election, retiring officers shall turn over to their successors in office all properties and records relating to that office.

### **Section 4. Nominations.**

No person may be a candidate in a club election who has not been nominated in accordance with these Bylaws. Prior to the December Club meeting, the Board of Directors shall select a nominating committee, consisting of three members and two alternates, all members in good standing, no more than 1 of whom may be a member of the Board. The Secretary shall immediately notify the committee and their alternates of their selection. The Board shall name a chairman for the committee.

- a. The committee shall nominate from among eligible members of the Club who are in good standing, one candidate for each office and for each position on the Board of Directors and shall secure the consent of each person so chosen to accept the nomination and if elected to attend all meetings. On or before the 1st of February, the Committee shall report their nominations to the Secretary in writing.
- b. Upon receipt of the nominating committee's report, the Secretary shall, before the February Club meeting, notify each Club member in writing of the candidates nominated. This may be included in a Club publication.
- c. Additional nominations from among eligible members of the Club who are in good standing may be made in writing by any member in good standing provided that the person being nominated provides written consent to accept the nomination and if elected to attend all meetings. Additional nominations must be received by the Secretary by March 1 and be included in a Club Publication. No person may be a candidate for more than one position.
- d. Nominations cannot be made at the annual meeting or in any other manner than as provided for in this section.
- e. If no valid additional nominations are received, the Nominating Committee's slate shall be declared elected at the Annual Meeting and no balloting will be required.

## **ARTICLE 5. COMMITTEES.**

**Section 1.** The Board of Directors may, each year, appoint standing committees to advance the work of the Club in such matters as dog shows, obedience trials, rally trials, agility trials, tracking tests, matches, trophies, annual prizes, membership and other fields which may well be served by committees. Special committees may also be appointed by the Board to aid it on particular projects. Committees shall always be subject to the final authority of the Board of Directors.

**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 these persons whose services have been terminated.

# MID-COAST KENNEL CLUB OF MAINE, INC.

## ARTICLE 6. DISCIPLINE.

### Section 1. American Kennel Club Suspension.

Any member who is suspended from 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 may prefer charges against another member alleging misconduct prejudicial to the best interests of the Club or the breeds. Written charges with specifications must be filed in duplicate with the Secretary, together with a deposit of \$25.00, which shall be forfeited if such charges are not sustained by the Board following a hearing. The Secretary shall promptly send a copy of the charges to each member of the Board or present them to a Board meeting. This may NOT be done in a Club publication.

The Board shall first consider whether the alleged actions in the charges, if proven, might constitute conduct prejudicial to the best interest of the Club or the breeds. If the Board considers that the charges do not allege conduct which would be prejudicial to the best interest of the Club or of the breeds, it may refuse to entertain jurisdiction and shall return the deposit. If the Board entertains jurisdiction of the charges, it shall fix a date of a hearing by the Board not less than three weeks nor more than 6 weeks thereafter. The Secretary shall promptly send a copy of the charges to the accused member by registered mail together with notice of the hearing and assurance that the defendant may personally appear in their own defense and bring witnesses if they wish.

### 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 the hearing of all 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 for not more than six 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 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, who, in turn, shall notify each of the parties of the Board's decision and penalty, if any.

### Section 4. Expulsions.

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 examination and recommendation. The defendant shall have the privilege of appearing in their behalf, though no evidence shall be taken at the meeting. The President shall read the charges and shall invite the defendant, if present, to speak in their behalf if they wish. A vote shall be taken by secret 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 so voted, the Board's suspension shall stand.

## ARTICLE 7. 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% of the membership in good standing.

Amendments proposed by such petition shall be promptly considered by the Board 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.

## **MID-COAST KENNEL CLUB OF MAINE, INC.**

**Section 2.** The Constitution and Bylaws may be amended by 2/3 vote of the members present and voting at any regular or special meeting called for such a purpose, provided the proposed amendments have been included in the notice of the meeting and mailed to each member at least two weeks prior to the date of the meeting.

### **ARTICLE 8: DISSOLUTION**

Dissolution of the Club may be done at any time by written consent of not less than 2/3 of the members. In the event of dissolution of the Club, other than for purposes of reorganization, whether voluntary or involuntary or by operation of the 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 payments of the Club debts, its property and assets shall be given to a charitable organization for the benefit of dogs, selected by the Board of Directors.

### **ARTICLE 9: ORDER OF BUSINESS**

**Section 1:** At meetings of the Club, the order of business shall be; (so far as the character and nature of the meeting may permit):

- Call to Order
- Roll Call
- Reading of the Minutes of the Last Meeting
- Report of the President
- Report of the Secretary
- Report of the Treasurer
- Reports of the Committees
- Election of Officers and Board (annual meeting only)
- Vote Tabulation (annual meeting only)
- New Officers take over immediately (annual meeting only)
- Report from the Board
- Election of New Members into the Club
- Unfinished Business
- New Business
- Adjournment
- Program if planned

**Section 2:** At meetings of the Board, the order of business unless otherwise directed by majority vote of those present shall be as follows:

- Call to Order
- Reading of minutes of the last meeting of the Board
- Report of the Secretary
- Report of the Treasurer
- (Report of committee if indicated)
- Unfinished Business
- New Business
- Adjournment

### **ARTICLE 10: PARLIAMENTARY AUTHORITY**

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 Bylaws and any other special rules of order the Club may adopt.

# MID-COAST KENNEL CLUB OF MAINE, INC.

## ARTICLE 11: INTERPRETATIONS

All references to the feminine gender in these Bylaws shall be deemed to include the masculine gender. Where appropriate, references to the singular shall include the plural and vice versa.

“Notice” to club members can be via electronic mail. Those members who do not use electronic mail will be mailed a written notice.

“Written Ballot” can be conducted via video conferencing using an online polling feature with the condition that anonymous balloting is supported by the conference interface.

Adopted April 1976, Membership of the Mid-Coast Kennel Club of Maine, Inc..... /bc  
Updated to incorporate all amendments up to and including Feb. 27, 1990.....CR/ld  
Updated to incorporate all amendments up to and including June 17, 1998 .....DC/sm  
Updated to incorporate all amendments up to and including August 19, 1998.....DC/sm  
Updated to incorporate all amendments up to and including October 21, 1998.....DC/sm  
Updated to incorporate all amendments up to and including May 11, 2017.....TC/pt  
Updated to incorporate all amendments up to and including September 16, 2021.....MC

# MID-COAST KENNEL CLUB OF MAINE, INC.

## CODE OF ETHICS

Inasmuch as one of the stated purposes of the Mid-Coast Kennel Club of Maine, Inc., as written in our Constitution, is to "encourage and promote quality in the breeding of all purebred dogs, and to do all possible to bring their natural qualities to perfection", we, as members, agree to abide by the following Code of Ethics:

1. We will continually provide for dogs in our care the physical requirements of appropriate food, water, exercise and shelter; the emotional requirements of attention, affection, socialization and appropriate training and proper health care including sanitation, immunization, and veterinary attention as needed. We will keep our dogs safe and under control at all times.
2. We will only engage in breeding that maintains the standard of the parent club for the breed. We will work persistently to eliminate hereditary defects from our breeds. We will, before entering into any breeding agreement, carefully analyze the health, structure, soundness, temperament and the pedigree of both the prospective sire and dam.
3. We will sell a puppy or adult dog only to someone we believe is committed to care for the animal or make provision for its care for its lifetime. We will not sell or transfer dogs through a wholesaler or a retail pet store nor to a broker for sale, gift or prize.
4. With each dog sold we will provide:
  - a. Pedigree showing at least 3 generations
  - b. health record
  - c. Registration certificate or application
  - d. Care and feeding instructions
5. We encourage the use of spay/neuter agreements and limited registrations when appropriate.
6. We understand that we may need to take back or assist in relocating a puppy we produced at any time in its life.
7. We will adhere to the letter of any federal, state and local laws and American Kennel Club regulations regarding the ownership, care, control and/or transfer of our dogs.
8. We recognize that dog ownership carries responsibility, and pledge to help novice and prospective dog owners understand and live up to that responsibility just as we do ourselves.
9. We will try to show good sportsmanship at all times and to maintain the highest degree of morality, honesty and integrity. We will do all in our power to protect and advance the interests of all purebred dogs in every endeavor.

Accepted January 20, 1977

Revised June 17, 1998

Revised August 19, 1998