

The Greater Lafayette Kennel Club, Inc.

Mailing Address: PO Box 4464, Lafayette, IN 47903



Constitution and Bylaws
Updated June 2025

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Constitution and Bylaws [Amended 8/8/2024]
of
THE GREATER LAFAYETTE KENNEL CLUB, INC.
an Indiana not-for-profit Corporation

**ARTICLE I - Constitution
Name and Purpose**

Section 1.

The name of the Club shall be:

The Greater Lafayette Kennel Club, Inc.

Section 2.

The purpose of the Club shall be:

- a. to further the advancement of all breeds of all dogs,
- b. to do all in its power to protect and advance the interests of all dogs and to encourage sportsmanlike competition at dog shows and performance events,
- c. to conduct sanctioned matches, dog shows and performance events under the rules of the American Kennel Club,
- d. to promote education and training of dog owners.

Section 3.

The Club is organized exclusively for charitable and educational purposes within the meaning of §501(c)(3) of the Internal Revenue Code, ("Code"), and to have and to exercise any and all powers, rights and privileges which a corporation organized under the Indiana Nonprofit Corporation Act of 1991, and more particularly described in I.C. §23-17-4-2, as amended from time to time, by law may now or hereafter have or exercise.

No Private Benefit. The Club is organized exclusively for charitable and educational purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

No Political Activities. No part of the net earnings of the Club shall inure to the benefit of, or be distributable to its Directors, officers, 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 in furtherance of the purposes set forth in its Articles of Incorporation. No substantial part of the activities of the Club shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the Club shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office.

Prohibition of Activities not Permitted by Exempt Organizations. Notwithstanding any other provision, the Club shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from Federal income tax under Section 501 (c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code or (b) by a corporation, contributions to which are deductible under Section 170 (c)(2) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

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 objects.

**ARTICLE I - Bylaws
Membership**

Section 1. Eligibility

There shall be four types of membership:

- a. **Individual (Regular) Membership** is open to all persons eighteen years of age and older who are in good standing with the American Kennel Club and who subscribe to the purposes of the Club. Individual (Regular) Members enjoy all club privileges including the right to vote and hold office.

- b. **Family Membership** is open to all persons in a household who are in good standing with the American Kennel Club and shall be entitled to all the privileges of individual membership and must include at least one adult over 18 years of age. Any member under the age of 18 is ineligible to vote or hold office.
- c. **Associate Junior Membership** open to all persons age 8 to 18 who are in good standing with the American Kennel Club and who subscribe to the purposes of the Club with those members entitled to all the privileges of regular membership except for the right to vote and hold office.
- d. **Lifetime Honorary Membership** is an honor bestowed to an individual based on at least twenty years membership and exemplary service to the Club who is in good standing with the American Kennel Club and who subscribes to the purposes of the Club and shall be entitled to all the privileges of regular membership and shall be exempt from paying dues. Nominations for Lifetime Honorary Membership shall be made, in writing, to the Vice-President for review by the Board prior to presentation for a vote by the membership.

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.

Section 2. Dues

All membership dues shall be determined at the November club meeting, to be effective the following January. No member may vote whose dues are not paid for the current year. All dues shall be payable on or before the first of January each year. All membership dues not paid by January 1 may be subject to a late fee as determined at the November membership meeting. During the month of December, the Treasurer shall send to each member a statement of his/her dues for the following year.

Section 3. Election to Membership

Process for election to Membership:

- 1) Attend 1 meeting as a guest,
- 2) All guests' and applicants' names will be published in *Nose for News*;
- 3) Submit application with current dues payment;
- 4) Must attend two additional meetings within 3 months of application.

Each prospective member shall attend one meeting as a guest before their application can be submitted. Each applicant for membership shall apply on a form approved by the Board of Directors and which shall provide that the applicant agrees to abide by these Constitution and Bylaws and the rules of the American Kennel Club. The application shall state the name, address, and interest areas 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.

All applications are to be filed with a designated Officer and all applications shall be published in the first newsletter following the application. Any member having knowledge of the applicant that may be detrimental to the best interests of the Club, i.e., unethical behavior or inhumane treatment of dogs, shall notify any Board member in writing no later than one week prior to the next meeting or the application will proceed as outlined. Applicants without two sponsors will follow the procedure outlined on the application form.

The application will be read at the next two meetings the applicant attends after publication in the newsletter if s/he has two sponsors. Applicants then become members.

Former members, in good standing, who wish to renew membership may submit an application to the designated Officer with the current dues payment. This application will be published in the next newsletter following application. Applicants have to attend one meeting within the 3 month time limit.

An application and the payment for membership shall be held for 3 months following receipt. If the applicant has not been to the required meetings in that time period, the check/cash shall be returned and the applicant must reapply.

An individual whose application for membership has been rejected by the Club may not reapply within twelve months after such rejection.

Section 4. Termination of Membership

a. By resignation

Any member in good standing may resign from the Club upon written notice to the Corresponding Secretary; but no member may resign when in debt to the Club. Dues obligations are considered a debt to the Club and they become incurred on the first of each fiscal year.

b. By lapsing

A membership will be considered as lapsed and automatically terminated if such member's dues remain unpaid by February 1; however, the Board may grant an additional 30 days of grace to such delinquent members in meritorious cases. In no case may a person be entitled to vote at any club meeting 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 VI of these Bylaws.

ARTICLE II Meetings and Voting

Section 1. Club Meetings

Meetings of the Club shall be held within the greater Lafayette, Indiana area, on a monthly basis, at such hour and place as may be designated by the Board of Directors. Written notice of each such meeting shall be mailed by the Corresponding Secretary at least 7 days prior to the date of the meeting. The quorum for such meetings shall be 20% of the members in good standing.

Section 2. Special Club Meetings

Special Club meetings may be called by the President, or by a majority vote on the members of the Board who are present and voting at any regular or special meeting of the Board, and shall be called by the Corresponding Secretary upon receipt of a petition signed by 20% of the members of the Club who are in good standing. Such special meetings shall be held within the greater Lafayette, Indiana area, at such place, date and hour as may be designated by the person or persons authorized herein to call such a meeting. Written notice of such a meeting shall be mailed by the Corresponding Secretary at least 5 days and not more than 15 days prior to the date of the meeting, and such notice shall state the purpose of the meeting, and no other Club business may be transacted thereat. The quorum for such a meeting shall be 20% of the members in good standing.

Section 3. Board Meetings

Meetings of the Board of Directors shall be held within the greater Lafayette, Indiana area, at least 6 times a year, at such hour and place as may be designated by the Board. The Corresponding Secretary shall notify all Board members of such meeting at least 5 days prior to the date of the meeting. The quorum for such a meeting shall be a majority of the Board.

Section 4. Special Board meetings

Special meetings of the Board may be called by the President, or by the Corresponding Secretary upon receipt of a written request signed by at least three members of the Board. Such special meetings shall be held within the greater Lafayette, Indiana area, at such place, date and hour as may be designated by the person authorized herein to call such meetings. Written notice of such meetings shall be mailed by the Corresponding Secretary at least 5 days and not more than 10 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.

Section 5. Voting at General Meetings

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 s/he is present. Proxy voting will not be permitted at any Club meeting or election. Voting may be oral or by show of hands at club meetings for general motions. For the election of officers, a written ballot is necessary if there have been nominations from the floor to be included on the slate presented by the

Nominating Committee; ballots shall be provided by the Corresponding Secretary. Absentee ballots will be permitted for the general election of officers in a manner outlined by the Board.

ARTICLE III Officers and Directors

Section 1. Board of Directors

The Board of Directors shall be composed of the President, Vice-President, Recording Secretary, Corresponding Secretary, Treasurer, and four (4) other members in good standing. All Officers shall be elected for one (1) year terms at the Club's Annual Meeting as provided in Article IV, and shall serve until their successors are elected and qualified. The other four members of the Board shall be elected at the Annual Meeting, two each year, for a term of two (2) years, so that two elected Member Directors will hold over each year, and such Member Directors shall serve until their respective successors are elected and qualified. General management of the Club's affairs shall be entrusted to the Board.

Section 2. Officers

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

- a. The President shall preside at all meetings of the Club and of the Board, and shall have the duties and powers normally appurtenant to the office of President in addition to those particularly specified in these 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, and shall be responsible for and coordinate general meeting programs and any other duties as necessary.
- c. The Recording Secretary shall keep a record of all meetings of the Club and of the Board and of all matters of which a record be ordered by the Club.
- d. The Corresponding Secretary shall have charge of the correspondence, notify members of meetings, notify Officers and Member Directors of their election to office, keep a roll of the members of the Club with their addresses, disseminate Board decisions/information/requests to the membership and carry out such other duties as prescribed by the Club.
- e. The Treasurer is responsible for all accounting duties as required by the IRS for a tax-exempt educational organization 501(C)(3) and other duties deemed necessary by the Board. The Treasurer shall collect and receive all monies that are due or belonging to the club and shall deposit monies in a financial institution designated by the board. All deposits shall be made within 15 days of receipt by the Treasurer. Entry fees for trials, shows, seminars and other events should be deposited in a timely manner so that funds clear before the event. Expenditures of funds shall be made by the Treasurer under the authority granted by the Board and/or the Membership. All debts shall be paid within 14 days of receipt by the Treasurer and/or by the stated due date, unless Board approval of expense is still pending.

The Board will appoint an accountant/bookkeeper who will record the transactions in appropriate software and provide this information to the Treasurer. If there are no club members with sufficient experience, the club will hire a professional accountant/bookkeeper. The position of accountant/bookkeeper may not be filled by the Treasurer.

The Treasurer, with the assistance of the designated accountant/bookkeeper, must produce/deliver a monthly financial report, balance sheet and income statement, for the Board and general Membership monthly meetings, and at the February meetings shall render an account of all monies received and expended during the previous fiscal year. The Treasurer's books shall always be open to inspection by the Board and the Membership upon request and without delay.

The Treasurer shall, with guidance and approval from the Board, work with a tax preparation professional to complete income tax filing and any request for extension as required, on or before the due date, and retain a copy for the Treasurer's file and a hard copy for the club's financial files stored in

a secure location. The Board shall be kept informed of the status of the tax preparations, including any filing for extension.

At the conclusion of each fiscal year, and no later than February 15, an audit committee of three (3) members, appointed by the President with the consent of the Board, shall inspect the books of the Treasurer. If such a committee is not available, a professional firm shall be hired to inspect the books. The Treasurer shall be bonded or otherwise insured for a sum sufficient to protect the Club from loss. The premium for such bond/insurance is to be paid from the club's funds. (The club President, when granted signature authority on bank accounts, shall also be bonded or insured.)

The Treasurer shall, upon vacating the position by resignation or vote, surrender relevant keys, passwords, and all financial records for their term as Treasurer no later than 14 days following the end of their term. Failure to do so may result in disciplinary action by the Board and Membership, up to and including suspension of membership.

Only the Board may grant exceptions to these rules.

Section 3. Vacancies

Any vacancies occurring on the Board due to death, resignation or unexcused absence for more than half of the scheduled meetings during the year shall be filled until the next annual election by a majority vote 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 President shall be filled by the Vice-President. The resulting vacancy in the office of the Vice-President shall be filled by the Board.

Section 4. Conflict of Interest & Whistle Blower Policy

Each member new to the Board shall sign a Conflict of Interest form and Whistle Blower Policy as required by State Incorporation policy.

Section 5. Board Member Voting

Voting by Board members can be oral or by a show of hands, if meeting in person, or via electronic transmissions at the discretion of the presiding officer. Board members who have a conflict of interest shall be excused during discussion and/or voting.

ARTICLE IV The Club Year - Annual Meeting Elections

Section 1. Club Year

The Club's fiscal and official year shall begin on the 1st day of January and end on the 31st day of December.

Section 2. Annual Meeting

The Annual Meeting shall be held in the month of November at which time Officers and Member Directors for the following year shall be elected by secret, written ballot from among those nominated in accordance with Section 4 of this article. They shall take office January 1 and each retiring Officer shall turn over to his/her successor in office all properties and records in a timely manner.

Section 3. Elections

The nominated candidate receiving the greatest number of votes for each office shall be declared elected. The two nominated candidates for positions of Member Director who receive the greatest number of votes shall be declared elected.

Section 4. Nominations

No person may be a candidate in a Club election who has not been nominated. Prior to the month of October, the Board shall select a nominating committee consisting of three members, not more than one of whom shall be a

member of the Board. The Corresponding Secretary shall immediately notify the committee persons of their selection. The Nominating Committee shall name a committee Chairperson whose duty it shall be to call a committee meeting before the end of September.

- a. The committee shall nominate at least one candidate for each Office and at least one candidate for each of the two Member Director positions, and after securing the consent of each person so nominated, shall immediately report their nominations in writing to the Corresponding Secretary.
- b. Upon receipt of the Nominating Committee's report and prior to November 1st, the Corresponding Secretary shall notify each member in writing of the candidates so nominated.
- c. Additional nominations may be made at the October meeting by any member in attendance, provided that the person so nominated does not decline when his/her name is proposed, and provided further that if the proposed candidate is not in attendance at this meeting, his/her nominator shall present to the Recording Secretary a written statement from the proposed candidate signifying his/her willingness to be a candidate (except for the position of Delegate). 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 as provided in this section.

ARTICLE V Committees

Section 1.

The President, with the consent of the Board, may each year appoint standing and/or special committees to advance the work of the Club in such matters as dog shows, performance events, trophies, annual awards, membership and other activities which may well be served by committees. Such committees shall always be subject to the final authority of the Board.

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 President, with the consent of 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 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 a member for alleged misconduct prejudicial to the best interests of the Club. Written charges with specifications must be filed in duplicate with the Recording Secretary together with a deposit of \$25 which shall be forfeited if such charges are not sustained with the Board following a hearing.

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 interest of the Club, it may refuse to entertain jurisdiction. If the Board entertains jurisdiction of the charges, it shall fix a date of a hearing by the Board not less than 3 weeks nor more than 6 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 s/he wishes.

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 hearing all the evidence and testimony presented by 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 the membership at the ensuing Club meeting which considers the Board's recommendation. Immediately after the Board has reached a final 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 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 meeting or special meeting of the Club to be held within 60 days but no 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 in his/her own behalf if s/he wishes. The members 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 so voted, the Board's suspension shall stand.

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 Recording 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 Recording Secretary for a vote within three months of the date when the petition was received by the Recording Secretary.

Section 2.

The Constitution and Bylaws may be amended by a secret 2/3 vote of the members present and voting at any regular or special meeting called for the purpose, provided that a verbatim copy of 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 VIII Dissolution

Section 1.

The Club may be dissolved at any time by the written consent of not less than 2/3 of the members. Upon the voluntary or involuntary dissolution of the Club, the Board of Directors shall, after paying or making provision for the payment of all of the liabilities of the Club, dispose of all of the assets of the Club exclusively for the purposes of the Club in such manner, or to such organization or organizations organized and operated exclusively for charitable and educational purposes as shall at the time qualify as an exempt organization or organizations under Section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, as the Board of Directors shall determine. Any such assets not so disposed of shall be disposed of by a Court of competent jurisdiction, to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

ARTICLE IX

Delegate to American Kennel Club

Section 1.

Should this Club become a member of the American Kennel Club, its delegate to the American Kennel Club shall be elected at its Annual Meeting for a one (1) year term, to serve until his/her successor is elected, qualified, and approved by the American Kennel Club.

Section 2.

The nomination and election of such Delegate shall be made in accordance with the provisions of Sections 2, 3, and 4 of Article IV by these Bylaws.

ARTICLE X

Order of Business

Section 1.

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

- Registration of attendance of members
- Minutes of the last meeting
- Report of:
 - President
 - Vice President
 - Recording Secretary
 - Corresponding Secretary
 - Treasurer
- Board meetings (if any)
- Committees
- Election of Officers and Board (at Annual Meeting)
- NEW MEMBER(S) /Applicant Readings**
- Unfinished business
- New business
- [Brags]
- Adjournment

Section 2.

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

- Registration of attendance of Board members
- Reading of minutes of the last meeting of the Board
- Unfinished business
- New business
- Adjournment

Section 3.

The rules as 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.

Updated June 4, 2025
Deb Bieseemeier, President