

BYLAWS

Midnight Sun Boxer Club

Article I Membership

Section 1 - Eligibility

There are several types of memberships open to all persons who are in good standing with the American Kennel Club and who subscribe to the purpose, Constitution, Bylaws, and Code of Ethics of the Midnight Sun Boxer Club.

1. Family Membership - Is entitled to a maximum of two (2) votes per household, provided that the voting individuals are eighteen (18) years of age or older. These members are eligible to hold office.
2. Single Membership - Members must be at least eighteen (18) years of age. These members are eligible to vote; they are also eligible to hold office.
3. Associate Members - A member who does not attend meetings; if they do attend, they are not eligible to vote; will receive the newsletter. If an associate member chooses to upgrade their membership to either family or single membership, they must go through the membership process and pay the balance owed in dues for the year. These members are not eligible to hold office.
4. Junior Membership - This is available to all individuals who are between the ages of ten (10) and seventeen (17) years of age. This membership is a nonvoting membership and may not hold office. The junior shall receive and participate in all other club activities.
5. Life Membership- Upon attaining twenty years of membership in the Midnight Sun Boxer Club, a member shall become a life member. Life membership confers all the privileges of membership without the payment of annual dues.
6. Honorary Membership – An individual who in the opinion of the Midnight Sun Boxer Club has made significant contributions to the Sport, Breed or the Club; honorary members pay no dues and are not eligible to vote, but can maintain Single (or Family) membership if they pay dues.

Section 2 - Dues

Membership dues are as follows:

- Family membership dues shall not exceed \$30.00 per year.
- Single membership dues shall not exceed \$20.00 per year.
- Junior membership dues shall not exceed \$10.00 per year.
- Associate membership dues shall not exceed \$10.00 per year.

Membership dues shall be set by the Board of Directors each year, payable on or before the 31st of January each year. New members who join after August of that fiscal year, dues will be prorated by fifty percent (50%). No member may vote whose dues are not

paid for the current year.

Section 3 - Procedure for Acquiring 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 the Constitution, Bylaws, and the rules of The American Kennel Club. The application shall state name, address, 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 the Membership Chairperson (Vice President) and each application is to be read at the first General Membership meeting of the club after its receipt that the applicant is present at. A second reading of the application will occur at the next General Membership meeting that the applicant attends, followed by the vote. Affirmative votes of two thirds of the membership present and voting by secret ballot shall be required to elect the applicant. The ballots shall be destroyed by the Membership Chairperson following the vote. Applicants for membership who have been rejected by the club may not reapply within six months after the rejection.

A member who is in good standing with Midnight Sun Boxer Club may make a recommendation to the Board of Directors, in writing or in person at any regularly scheduled Board Meeting, the name of an individual deemed worthy of Honorary Membership. This individual, not only has to be in good standing with the American Kennel Club, but has made a noteworthy contribution to the Sport of Pure Breed Dogs, the Boxer Breed and/or the Midnight Sun Boxer Club. The Board of Directors will review the recommendation and if receiving a majority vote recommend this individual for Honorary Membership to the general membership. The general membership will review this recommendation and by a majority vote confer Honorary Membership. Individuals accepting Honorary Membership expressly agree to be governed by all applicable Articles of the Midnight Sun Boxer Club Constitution and By-Laws and by the Code of Ethics of the Club.

Section 4 - Termination of Membership

Memberships may be terminated by:

- a.) 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. Obligations other than dues are considered a debt to the club and must be paid in full prior to resignation.
- b.) Lapsing - A member will be considered as lapsed and automatically terminated if such member's dues remain unpaid thirty (30) days past the set dues payment date of January 31st; however, the Board may grant an additional thirty (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 that meeting.
- c.) 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 General Membership and Board will be held six (6) times per year within the Greater Anchorage area at such hour and place as designated by the Board of Directors. Written or electronic, if so authorized, notice of each such meeting shall be sent by the Corresponding Secretary at least ten (10) days prior to the date of the meeting. The quorum for such meetings shall be twenty percent (20%) of the members in good standing.

Section 2 - Special 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; and shall be called by the Corresponding Secretary upon receipt of a petition signed by five (5) members of the club who are in good standing. Such special meetings shall be held within the Greater Anchorage, Alaska area at such place, date, and hour as may be designated by the person or persons authorized herein to call such meetings. Written or electronic, if so authorized, notice of such a meeting shall be sent by the Corresponding Secretary at least five (5) days and not more than fifteen (15) days prior to the date of the meeting, and said 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 twenty percent (20%) of the members in good standing.

Section 3 - Board Meetings

Meetings of the Board of Directors shall be held six (6) times a year within the Greater Anchorage area at such hour and place as may be designated by the Board. Written or electronic, if so authorized, notice of each meeting shall be sent by the Corresponding Secretary at least ten (10) days prior to the date of the meeting. The quorum for such a meeting shall be a majority of the Board.

Section 4 - Voting

Each member in good standing whose dues are paid for the current year shall be entitled to one vote at each meeting of the club at which he/she is present. Proxy voting will not be permitted at any club meeting or election.

Section 5 - Special Board Meetings

Special meetings of the Board may be called by the President; and shall be called 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 Anchorage area at such place, date, and hour as may be designated by the person authorized herein to call such meeting. The Corresponding Secretary shall send written or electronic, if so authorized, notice of such meeting at least five (5) days and not more than fifteen (15) 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. The quorum for such meeting shall be a majority of the Board.

Article III

Directors and Officers

Section 1 - Board of Directors

The Board shall be comprised of the President, Vice President, Secretaries (Corresponding & Recording), Treasurer, all of whom shall be members in good standing and all of whom shall be elected for one (1) year terms, except the President which shall be a two (2) year term, at the club's annual meeting as provided in Article IV and shall serve until their successors are elected. General management of the club's affairs shall be entrusted to the Board of Directors.

Section 2 – Officers

- a.) President
- b.) Vice President
- c.) Corresponding Secretary
- d.) Recording Secretary
- e.) Treasurer

The club's officers consisting of the above shall serve in their respective capacities both with regard to the club and its meetings.

- 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.
- The Vice President shall have the duties and exercise the powers of the President in case of the President's death, absence, or incapacity. The Vice President shall also maintain meeting attendance records and membership records.
- The Corresponding Secretary shall be responsible for all club correspondence in a timely and businesslike manner at the direction of the President, the Board and/or the Membership.
- Recording Secretary shall record all the minutes of the general membership and Board meetings; has information readily available at all meetings; provides copies of the minutes from the General Membership and Board meetings; assures that the President is provided with all information necessary for coordination of meetings and functions; brings issues tabled or requiring further action to the attention of the President prior to each meeting.

· Treasurer shall collect and receive all moneys due or belonging to the club. Moneys shall be deposited in a bank designated by the Board, in the name of the club. The books shall be open to inspection by the Board and a report shall be given at every meeting of the condition of the club's finances and every item of receipt or payment not before reported; and at the annual meeting an accounting shall be rendered of all moneys received and expended during the previous fiscal year. The Treasurer shall be bonded in such amount, as the Board of Directors shall determine. Two signatures are required on checks for amounts over \$50, those signatures to be the President and the Treasurer. The Treasurer or the President shall sign checks under the amount of \$50 if the Treasurer is not available.

Article IV

The Club Year, Annual Meeting, Elections

Section 1 - Fiscal Year

The club year shall begin on April 1st and end on March 31st. The club's official year shall begin immediately at the conclusion of the election at the annual meeting and shall continue through the election at the next meeting.

Section 2 - Annual Meeting

The annual meeting shall be held in the month of March, at which officers and directors for the ensuing year shall be elected by secret ballot from among those nominated in accordance with Section 4 of this article. They shall take office immediately upon the conclusion of the election and each retiring officer shall turnover to the successor in office all properties and records relating to that office within 30 days after the election.

Section 3 - Elections

The nominated candidates receiving the greatest number of votes for each office shall be declared elected. The nominated candidates for other positions on the Board who receive the greatest number of votes for such positions shall be declared elected.

Section 4 - Nominations

No person may be a candidate in a club election who has not been nominated. During the month of November, the Board shall select a Nominating Committee consisting of three members, not more than one of who may be a member of the Board. The Board shall name a chairperson for the committee and it shall be such person's duty to call a committee meeting, which shall take place before the end of the year.

a.) The committee shall nominate one candidate for each office with the exception of the President, which is a two (2) year position. Nomination for President will take place every other year. After securing the consent of each person, the committee shall

immediately report his or her nominations to the Secretary in writing.

b.) Upon receipt of the Nominating Committee's report, the Secretary shall, at least two (2) weeks before the January meeting, notify each member in writing of the candidates so nominated.

c.) Additional nominations may be made at the January meeting by any member in attendance, provided that the person so nominated does not decline when their name is proposed, and provided further that if the proposed candidate is not in attendance at this meeting, the prepares shall present to the Secretary a written statement from the proposed candidate signifying willingness to be a candidate. No person may be a candidate for more than one position.

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

Article V Committees

Section 1

The Board may each year appoint committees to advance the work of the club in such matters as specialty shows, obedience trials, trophies, annual prizes, membership and other fields which may well be served by committees. Such committees shall always be subject committees and may also be appointed by the Board to aid it on particular projects.

Section 2

Any committee appointment may be terminated by a majority vote of the full membership of the Board upon written notice to the appointee; and the Board may appoint successors to those persons whose services have been terminated.

Article VI Discipline

Section 1 - AKC Suspension

Any member who is suspended from the privileges of The American Kennel Club automatically shall be suspended from the privileges of the Midnight Sun Boxer 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 or the breed. 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 hearing. The Corresponding Secretary shall promptly send a copy 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, it may refuse to entertain jurisdiction. If the Board entertains jurisdiction of the charges, it shall fix a date for a hearing by the Board not less than three weeks or more than six weeks thereafter. The Corresponding 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 he wishes.

Section 3 - Board Hearing

The Board shall have complete authority to decide whether council may attend the hearing, but both complainant and defendant shall be treated uniformly in that regard. Should the charged be sustained after hearing all the evidence and testimony presented by complainant and defendant, the Board may by a majority vote of those present reprimand or suspend the defendant from all privileges from the club for not more than six months from the date of hearing. And, if it deems that punishment insufficient, it may also recommend to the membership that the penalty be expulsion. In such a case, the suspension 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 finding shall be put in written form and filed with the Corresponding Secretary. The Corresponding 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 or special meeting of the club, to be held within sixty (60) days but not earlier than thirty (30) days after the date of the Board's recommendation of expulsion. The defendant shall have the privilege of appearing in his own behalf, though no evidence shall be taken at this meeting. The President shall read the charges and the Board's finding and recommendation, and shall invite the defendant, if present, to speak in his own behalf if he wishes. The members shall then vote by secret ballot on the proposed expulsion. A two thirds 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 Corresponding Secretary signed by twenty percent (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 members

with the recommendations of the Board by the Corresponding Secretary for a vote within three months of the date when the petition was received by the Secretary.

Section 2

The constitution and bylaws may be amended by a two thirds secret vote of the members present and voting at any regular or special meeting called for the purpose, provided the proposed amendments have been included in the notice of the meeting and sent to each member at least fourteen (14) days 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 two thirds of the members. 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 process 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 selected by the Board of Directors.

Article IX **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:

- Roll Call
- Minutes of the last meeting (Recording Secretary)
- Report of the President
- Report of the Vice President
- Report of the Corresponding Secretary
- Report of the Treasurer
- Report of Committees
- Election of Officers and Board (annual meeting)
- Election of new members
- Unfinished Business
- New Business
- Adjournment

Section 2

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

- Reading of the minutes of the last meeting (Recording Secretary)
- Report from the Vice President

- Report from Committees
- Unfinished Business
- New Business
- Adjournment

Article X

Parliamentary Authority

Section 1

The rules contained in the current edition of "Roberts Rules of Order, Newly Revised," shall govern the club in cases to which they are applicable and in which they are not consistent with those bylaws and any other special rules of order the club may adopt.

Adopted by the Membership
January 22, 2000
Amended
June 25, 2005
April 23, 2009
August 7, 2009