

Dancing Paws of Maine Constitution and By-laws adopted June 16, 2014

Revised October 21, 2022

CONSTITUTION

Article I: NAME

Section 1 Name:

The name of the Club shall be Dancing Paws of Maine.

Article II: MISSION STATEMENT AND OBJECTIVES

Section 1 Mission Statement

To provide an organization where enthusiasts of all levels can come together to learn and promote the spirit and sport of canine musical freestyle.

Section 2 Objectives

Objectives of the Club shall be to:

- *to promote canine musical freestyle*
- *to have fun with our dogs*
- *to enjoy sharing and bonding*
- *to encourage positive, motivational training methods and creative choreography*
- *to encourage good sportsmanship and cooperation among members, individuals and other groups in training and competition*

- *to conduct workshops, seminars, show and go's, demonstrations and/or competitions highlighting canine musical freestyle*
- *to build a treasury to support our events and activities*

Also, when member interest and availability permits:

- *to educate the public about canine musical freestyle*
- *to participate in community outreach activities*

Section 3 Nonprofit Status

The club shall not be conducted or operated for profit, and all dues, levies, and other income will be disbursed to promote the objectives of the club.

Bylaws

Article I: MEMBERSHIP

Section 1 Eligibility

Membership is open to all persons who subscribe to the objectives of the Club. Membership is unrestricted as to residence.

Section 2 Membership Categories

There shall be two classes of membership:

- a. **Regular membership** shall be open to all persons 18 (eighteen) years of age and older and who subscribe to the objectives of the Club. Regular membership entitles the*

member to all Club privileges including the right to vote and to hold any and all offices.

- b. **Juniors** under the age of 18 will be considered for membership on a case by case basis.*

Section 3 Election to Membership

Each applicant for regular or junior membership shall apply on a form as approved by the Board of Directors which provides that the applicant agrees to abide by the constitution and bylaws. They shall also be sponsored by 1 (one) club member in good standing.

After participation at 1 (one) function of the club and receipt of application and the first year's dues, the membership shall be informed in writing or by email that the applicant shall be presented to the Club for a vote at the next regular meeting. A club function is defined as a meeting, match, workshop, seminar, demonstration, competition, class, open training, or any other organized event other than a party that advances the objectives of the Club. The applicant may be asked to assist at the function.

The affirmative votes of 2/3 (two-thirds) of the members present and voting at the meeting shall be required to elect the applicant. All votes will be conducted by secret ballot. Election of new members will be the first item on the agenda, and if approved the new member will have full voting privileges for the remainder of that meeting. In some circumstances the Board may conduct voting through a secret online process, such as Survey Monkey, for which all members in good standing will receive notification, along with the deadline to vote. In such a case, voting rights and member privileges will begin immediately upon announcement of approval.

In the event an applicant is rejected, the Treasurer shall refund his/her dues.

Section 4 Members in Good Standing

In order to be eligible to vote, members must remain in good standing by paying their annual dues within thirty days of the renewal date and participating and assisting (if requested) at two club functions as described in Section 3 above. 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 and who has not attended two club functions in the previous calendar year.

Section 5 Termination of Membership

Membership may be terminated:

- a. By resignation. Any member may resign from the Club 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 30 (thirty) days after the first day of the fiscal year.*
- c. By expulsion. A member may be terminated by expulsion as provided in **Article VI** of the bylaws.*
- d. Any individual whose membership has been terminated is not eligible for a refund of dues paid.*

Section 6 Reinstatement of Membership

Any previous member may be reinstated as provided in Article I, Section 3. The applicant will be treated as a NEW member.

Article II: MEETINGS AND VOTING

Section 1 Club Meetings

Meetings shall be held periodically within the state of Maine area at such an hour and place as designated by the Board of Directors. Written (email) notice of each meeting shall be sent by the Recording Secretary at least ten (10) days prior to the date of the meeting. The quorum for such meetings shall be 20% of the active members in good standing.

Section 2 Special Club Meetings

Special 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, and shall be called by the Recording Secretary upon receipt of a petition signed by five members in good standing who state a specific reason for doing so. Such special meeting shall be held at such a place, date and hour as may be designated by the person or persons authorized to call such meetings.

Special meetings may also be held using available electronic means such as (but not confined to) ZOOM or tele-conferencing, and minutes from such meetings will be filed along with the minutes from regularly scheduled meetings.

Written (email) notice of special meetings shall be sent by the Recording Secretary at least five (5) days and not more than fifteen (15) days prior to the date of the meeting. Such notice shall state the purpose of the meeting, and no other business shall be transacted.

Section 3 Board Meetings

The Board of Directors shall meet at least once per year. The Board shall designate the time and place, with notice provided to members. A quorum shall be the majority of the Board members. Any member may attend a Board meeting to observe, unless personal matters dictate that the Board go into executive session. The Board may also take action

between meetings by email, telephone, or other contemporary means of communication, as long as all Board members who wish to are able to participate fully using the means of communication agreed upon before any votes are cast and all Board members agree to conducting business in this manner.

The Secretary will file the minutes of decisions made and discussions conducted using an alternative to in person meetings as for all other minutes of Board meetings.

Article III: DIRECTORS AND OFFICERS

Section 1 Board of Directors

The Board shall be comprised of the President, Vice President, Secretary, Treasurer, and immediate Past President, all of whom shall be elected by the general membership (except the Past President) and shall serve for one-year terms. General management of the Club's affairs shall be entrusted to the Board of Directors. The Past President shall have full voting privileges.

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 the Board and its meetings.

- *The President shall preside at all meetings of the Club and of the Board.*
- *The Vice-President shall assist the President and shall exercise the duties of the President in the event of the President's absence or incapacity.*

- *The Secretary shall keep a record of all meetings of the Club and of the Board, shall keep a roll of members, and shall notify members of meetings as well as handle all correspondence with individuals outside the Club.*
 - *The Treasurer shall collect and receive all monies due or belonging to the Club. He/she shall deposit such monies in a bank designated by the Board, in the name of the Club. His/her books shall be at all times open to inspection by the Board, 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 previously reported.*
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- a. *Any vacancies occurring among the Board during the year shall be filled until the next annual election by a majority vote of all the present members of the Board at the first regular meeting following the creation of such vacancy, or at a Special 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 the Vice-President shall be filled by the Board.*
 - b. *Members of the Board of Directors may be removed from office for good cause by 2/3rds vote of all the Regular members at a meeting specifically called for that purpose and with notice given in accordance with these bylaws. In the event of a situation requiring immediate action to preserve the funds, property, or good name and reputation of the Club, the Board may suspend a Board Member by unanimous vote of the remaining Board*

members, which vote may be obtained by email in accordance with the procedures set forth in Article II, Section 2. The Board shall promptly call a Special Meeting to decide whether or not to remove that Board Member.

Article IV Club Year, Annual Meeting, Elections

Section 1 Club Year

The Club's fiscal year shall begin on the first day of January and end on the thirty-first day of December.

The club's official year shall begin immediately at the conclusion of the election at the annual meeting and shall continue through to the election at the next annual meeting.

Section 2 Annual Meeting

The annual meeting shall be held in April at which time officers and directors for the ensuing year shall be elected by secret written ballot from those nominated in accordance with Section 3 of this article. The nominated candidate receiving the greatest number of votes for each position shall be declared elected.

Those elected shall take office immediately upon the conclusion of the election, and each retiring officer shall turn over to his/her successor in office all properties and records relating to that office within thirty days after the election.

The Board shall, at its discretion and by majority vote of the Board, determine how the election will be conducted, whether by secret ballot at the annual meeting, by mail, or by electronic means.

Section 3 Nominations

No person may be a candidate in a Club election who has not been nominated. During December 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 persons and alternates of their selection. The Board shall name the Chairperson of the Committee, and it shall be his/her duty to call a meeting which shall be held before February 1.

- a. The Committee shall nominate one candidate for each office, and after securing the consent of each person so nominated, shall immediately report their nominations to the Recording Secretary in writing.*
- b. Upon receipt of the Nominating Committee's report, the Recording Secretary shall, before February 15, notify each member of the Club in writing or by email of the candidates nominated.*
- c. Additional nominations may be made at the March meeting by any member in good standing and in attendance provided that the person so nominated accepts 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.*

No person may be a candidate for more than one position, and the additional nominations provided for herein may be

made only from among those members who have not accepted a nomination from the Nominating Committee.

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 Committee Appointments

The Board may each year appoint Standing Committees to advance the work of the Club in such matters as competitions, open practice, clinics and workshops, show and go matches, awards, annual prizes, membership, demonstrations, drill team, and other areas which may be well 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 assist it on particular projects.

Section 2 Termination of Committee Appointments

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 Charges

Any member may prefer charges against a member for alleged misconduct prejudicial to the best interests of the Club, the sport, or dogs. Written charges with specifications must be filed in duplicate with the Recording Secretary together with a deposit of

\$50 (fifty dollars) which shall be forfeited if such charges are not sustained by the Board of Directors following a hearing. The Recording Secretary shall promptly send a copy of the charges to each member of the Board of Directors 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, the sport, or dogs. If the Board finds that the charges do not allege such conduct as outlined herein, it may refuse to entertain the jurisdiction. If the Board entertains jurisdiction of the charges, it shall fix a date of a hearing by the Board not less than 3 (three) weeks nor more than 6 (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 he/she 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 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 6 (six) months from the date of the hearing. And, if it deems that punishment insufficient, it may also recommend to the membership a penalty of expulsion. In such a case, the suspension shall not restrict the defendant's right to appear before his/her fellow members at an 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 Secretary. The Secretary, in turn, shall notify each of the parties of the Board's decision and penalty, if any, in writing, within 30 days.

Section 4 Expulsion

Expulsion of a member from the Club may be accomplished only at a meeting of the Club following a Board hearing and upon the Board's recommendation as provided in Section 3 of this Article. Such proceedings may occur at a regular or special meeting of the Club to be held within 60 days but not earlier than 30 days after the date of the Board's recommendation of expulsion. The defendant shall have the privilege of appearing in his/her own behalf, although no evidence shall be taken at this meeting. The President shall read the charges and invite the defendant, if present, to speak in his/her own behalf if he/she wishes. The membership shall then vote by secret written ballot on the proposed expulsion. A 2/3 (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. There will be no refund of dues.

Article VII Amendments

Section 1 Proposal of Amendments

Amendments to the constitution and bylaws may be proposed by the Board or by written petition addressed to the Secretary signed by 20 percent 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

by the Secretary for a vote within three months of the date when the petition was received by the Secretary. The Board shall make a recommendation regarding any such amendment proposed by petition.

Section 2 Enactment

The constitution or bylaws may be amended by an affirmative vote of two thirds (2/3) of the members present and voting at any regular or special meeting called for the purpose, provided the prior wording and the proposed amendments have been included in the notice of the meeting and provided to each member at least 7 days prior to the date of the meeting.

Article VIII Dissolution

Section 1 Dissolution

The Club may be dissolved at any time by written consent of not less than two thirds (2/3) of the members. In the event of the dissolution of the Club, 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. However, upon the dissolution of the Club or the termination of its activities, the assets of the Club remaining after the payment of all its liabilities shall be distributed exclusively to one or more charitable organizations whose mission is to benefit dogs, to be identified in the sole discretion of the Board of Directors.

Article IX Order of Business

Section 1 Order of Business for Club Meetings

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

- 1. Roll call*
- 2. Minutes of the previous Club meeting*
- 3. Report of the President*
- 4. Report of the Recording Secretary*
- 5. Report of the Corresponding Secretary*
- 6. Report of the Treasurer*
- 7. Report of the Committees*
- 8. Election of Officers (annual meeting)*
- 9. Election of new members*
- 10. Unfinished business*
- 11. New business*
- 12. Adjournment*

Section 2 Order of Business for Board Meetings

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

- 1. Minutes (or a summary) of the last Board meeting*
- 2. Report of the Secretary*
- 3. Report of the Treasurer*
- 4. Unfinished business*
- 5. New business*
- 6. Adjournment*

Article X Parliamentary Authority

Section 1 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. At any meeting the members may choose to act less formally as long as the rules regarding quorum and voting are observed.

Article XI Prohibitions Against Sharing in Corporate Earnings

Section 1 Prohibitions against sharing in Club earnings

No part of the net earnings of the Club shall inure to the benefit of any Director or Officer of the Club, or any private individual (except that reasonable compensation may be paid for services rendered to or for the Club in carrying out one or more of its purposes), and no Director or Officer of the Club, or any private individual, shall be entitled to share in the distribution of the corporate assets on dissolution of the Club.

Article XII Exempt Activities

Notwithstanding any other provision of these bylaws, no Director, Officer, employee or representative of this Club shall take any action or carry on any activity by or on behalf of the Club not permitted to be taken or carried on by an organization described in Section 501(c)(7) of the Internal Revenue Code of 1986 and its regulations as they now exist or as they may hereafter be amended.