

MID HUDSON KENNEL ASSOCIATION, Ltd.
(Member of the American Kennel Club)

CONSTITUTION AND BY-LAWS

(Code of Ethics Attached)



Established MCMXLI

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CONSTITUTION

ARTICLE 1

NAME AND OBJECTIVES

SECTION 1: The name of the Club shall be Mid Hudson Kennel Association, Ltd.

SECTION 2: The objectives of the Club shall be:

(a) to further the advancement of all breeds of purebred dogs

(b) to do all in its power to protect and advance the interests of all breeds of purebred dogs and to encourage sportsmanlike competition at dog shows, obedience trials, and agility trials.

(c) to conduct sanctioned matches, dog shows, obedience trials, and agility trials under the rules of the American Kennel Club

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 by-laws as may be required to carry out these objectives.

BY-LAWS

ARTICLE 1

MEMBERSHIP

SECTION 1 - ELIGIBILITY: There shall be one type of membership open to all persons 18 years of age and older who are in good standing with the American Kennel Club and who subscribe to the purposes of this Club. Individuals less than 18 years of age may be associated with the Club as Junior Affiliates, but cannot vote or hold office.

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: Individual membership dues shall be set by the board, payable on or before the first day of October of each year. The dues for each additional member of the same family shall be equal to 50% of the amount of an individual membership. Dues for Junior Affiliates shall be equal to 25% of the amount of an individual membership. There shall be no initiation fee. Dues paid by an applicant for new membership after June 30th shall apply through September of the following year. The amount of the dues cannot be set more often than once yearly.

No member may vote whose dues are not paid for the current year. During the month of August, the Treasurer shall send to each member a statement of his dues for the ensuing year.

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 the Constitution, by-laws, and Code of Ethics of the Mid Hudson Kennel Association, and the rules of the American Kennel Club. The application shall state the name and address of the applicant, and it shall carry the endorsement of two members who are in good standing. Accompanying the application, the prospective member shall submit dues payment for the current year. All candidates for membership must attend at least three regular meetings and may file their application at the third meeting.

All applications are to be filed with the Membership Chairperson, and each application is to be read at the meeting it is received. At the next Club meeting, the application will be voted upon and affirmative votes of three fourths (3/4) of the members present and voting at that meeting shall be required to elect the applicant. The applicant may not be present at the time when his application is voted upon. The applicant will be notified in writing.

Junior members are automatically converted to regular membership upon reaching his/her 18th birthday.

Applicants for membership who have been rejected by the Club may not re-apply within six months after such rejection.

SECTION 4 - TERMINATION OF MEMBERSHIP: Memberships may be terminated:

(a) by resignation. Any member in good standing may resign from the Club upon written notice to the Corresponding Secretary.

(b) by lapsing. A membership will be considered as lapsed and automatically terminated if such member's dues remain unpaid 45 days after the first day of the fiscal year. However, the Board may grant an additional 90 days of grace to that person in special 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 by-laws.

ARTICLE II

MEETINGS AND VOTING

SECTION 1 - CLUB MEETINGS: Meetings of the Club shall be held in the Northern Dutchess County, New York region each month at such hour, day, and place as may be designated by the Board of Directors. Written notice of each meeting shall be mailed to each member/family at least 10 days prior to the date of the meeting. The quorum for such a meeting 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 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 Corresponding Secretary upon receipt of a petition signed by five members of the Club who are in good standing. Such special meetings shall be held in the Northern Dutchess County, New York region at such place, date, and hour as may be designated by the person or persons authorized herein to call such meetings. 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 that meeting, and said notice shall state the purpose of the meeting, and no other Club business may be transacted. 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 in the Northern Dutchess County, New York region at least six times each year at such hour, day, and place as may be designated by the Board. Written notice of each such meeting shall be mailed to each member/family 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 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 in the Northern Dutchess County, New York region at such place, date and hour as may be designated by the person authorized herein to call such a meeting. Written notice of such meeting 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. A quorum for such a meeting shall be a majority of the Board.

SECTION 5 - VOTING: 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 he is present. Proxy voting will not be permitted at any Club meeting or election.

ARTICLE III

DIRECTORS AND OFFICERS .

SECTION 1 - BOARD OF DIRECTORS: The Board shall be comprised of the President, Vice President, Corresponding Secretary, Recording Secretary, Treasurer, and six other persons, designated as Directors, all of whom shall be members in good standing. The Board of Directors is entrusted with the management of Club affairs and may be guided by the recommendations from the general membership regarding the management of those affairs.

SECTION 2 - OFFICERS: The Club's officers, consisting of the President, Vice-President, Corresponding Secretary, Recording Secretary, and Treasurer, shall be elected for one year terms as provided in Article IV, and 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 attributed to the office of President in addition to those particularly specified in these by-laws.

(b) The Vice-President shall have the duties and exercise the powers of the President in case of the President's death, absence, or incapacity.

(c) The Recording Secretary shall keep a record of all minutes of the regular and Board meetings of the Club, and all other matters of which a record shall be ordered by the Club. He will also keep the record of attendance of members and guests at these meetings.

(d) The Corresponding Secretary shall be responsible for receiving and reporting all correspondence addressed to the Club, notify members of special Club meetings, notify officers and directors of their election to office, keep a updated roll of the members of the Club with their addresses, and carry out such other duties as are prescribed in the by-laws.

(e) The Treasurer shall collect and receive all monies due or belonging to the Club. He shall deposit the same in a bank approved by the Board, in the name of the Club. His books shall at all times be open to inspection of the Board, and he shall report to them at every meeting the condition of the Club's finances. At the October meeting he shall render an account of all monies received and expended during the previous year. The Treasurer shall be bonded in such amount as the Board of Directors shall determine.

SECTION 3 - DIRECTORS: Directors are elected for two year terms. Three are elected one year, and three the next.

SECTION 4 – The Delegate to the American Kennel Club is elected subject to final approval by the American Kennel Club before the term can commence. The term of office shall be one year and the term of office of the previous delegate does not end until the credentials of the new Delegate are accepted by the American Kennel Club. The Delegate may hold any officer or director position in addition to being AKC Delegate. The Delegate is a non-voting member of the Board Of Directors.

SECTION 5 - VACANCIES: Any vacancies occurring on the Board or among the officers during the year shall be filled for the unexpired term of office by a majority vote of all the then members of the Board at its first regular meeting following the creation of such a vacancy, or at a special Board 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 the Board. Any officer or member of the Board suspended in accordance with Article VI shall be considered to have vacated the position.

Any Board member having more than 3 absences a year from Board meetings may be asked to resign his position following a 2/3 vote of the Board.

ARTICLE IV

THE CLUB YEAR, ANNUAL MEETINGS, ELECTIONS

SECTION 1 - CLUB YEAR: The Club's fiscal year shall begin on the 1st day of October and end on the 30th day of September.

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 annual meeting.

SECTION 2 - ANNUAL MEETING: The annual meeting shall be held in the month of October at which 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. They shall take office immediately upon the conclusion of the election and each retiring officer shall turn over to his successor in office all properties and records relating to that office within 30 days after the election.

SECTION 3 - ELECTIONS: The candidate receiving the greatest number of votes for each office shall be declared elected. The three candidates for Director positions on the Board who receive the greatest number of votes for such positions shall be declared elected.

SECTION 4 - NOMINATIONS: No later than the May Board meeting, the Board shall select a Nominating Committee and its Chairman, consisting of three members and two alternates, not more than one of whom shall be a Board member. The Corresponding Secretary shall promptly notify the committee persons and alternates of their selection.

The Nominating Committee shall review and compile all nominations submitted.

(a) Any member who has been in good standing with the Club for at least 1 year prior to the date of election may run for office by sending a written statement of intent, to any Nominating Committee member no later than August 15.

(b) Except for the position of Delegate, no person may be a candidate for more than one position

(c) The nominating committee shall nominate at least one candidate for each office and Board position for which no valid application was received and receive consent from each candidate nominated. They shall have a full slate of nominations submitted to the Corresponding Secretary no later than September 10th.

(d) The Corresponding Secretary shall notify all members of the Club in writing, in the October meeting notice, of all the candidates running for office.

(e) 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 approval of the Board may each year January appoint standing committees to advance the work of the Club in such matters as dog shows, obedience trials, education, training, membership, and other fields which may well be served by the committees. Such committees shall always be subject to the final authority of the Board. Special committees may also be appointed by the President with the approval of the Board to aid the Club on particular projects.

SECTION 2: Any committee appointment may be terminated with just cause by a majority vote of the Board members present upon written notice to the appointee. The President, with approval 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 another member for alleged misconduct prejudicial to the best interests of the Club and/or for violation of one or more of the provisions of the Code of Ethics. Written charges with specifications must be filed with the Corresponding Secretary together with a deposit of \$10.00, which shall be forfeited if such charges are not sustained by the Board following a hearing. The Corresponding Secretary shall promptly send a copy of the charges to each member of the Board or shall present them at a Board meeting. 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 decides that the charges do not allege conduct that would be prejudicial to the best interests of the Club, it may refuse to entertain jurisdiction. If the Board entertains jurisdiction of the charges, it shall fix a date for a hearing by the Board not less than three weeks nor more than six weeks later. 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 date and an assurance that the defendant may personally appear in his own defense and bring witnesses if he wishes.

SECTION 3 - BOARD HEARING: The Board shall have complete authority to decide whether counsel may attend a 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 the defendant, the Board may, by a 2/3 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. If it deems that the punishment of suspension is 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 his fellow members at the ensuing Club meeting which considers the Board's recommendation. Immediately after the Board has reached a decision, its findings shall be put in written form and filed with the Recording Secretary. The Corresponding Secretary 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. Written notice of the Board's intent to recommend expulsion shall be sent to all members at least ten (10) days prior to the date of the general membership's vote regarding expulsion. That vote may occur at a regular meeting or a 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 own behalf, though no evidence shall be taken at this meeting. The President shall read the charges, the Board's findings and recommendations, and shall invite the defendant, if present, to speak in his own behalf if he wishes. The membership shall then vote by secret written ballot on the proposed expulsion. A two thirds (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 VI I

AMENDMENTS

SECTION 1: Amendments to the Constitution and by-laws may be proposed by the Board of Directors or by written petition addressed to the Corresponding Secretary and 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 (3) months of the date when the petition was received by the Secretary.

SECTION 2: The Constitution and by-laws may be amended by a two-thirds (2/3) vote of the members present and voting at any regular meeting called for the 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.

SECTION 3: No amendment to the Constitution and by-laws that is adopted by the Club shall become effective until it has been approved by the Board of Directors of the American Kennel Club.

ARTICLE VIII

DISSOLUTION

SECTION 1 - DISSOLUTION: The Club may be dissolved at any time by the 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 the law, none of the property of the Club nor any proceeds thereof nor any assets of the Club shall be distributed to any members of the Club, but after payment of the debts of the Club, its property and assets shall be given to a charitable organization 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 last meeting
- Report of President
- Report of Secretaries
- Report of Treasurer
- Introduction of Guests
- Reports of Committees
- Election of Officers and Board (annual meeting)
- Unfinished Business
- New Business

Election of New Members
Adjournment

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

Minutes of last meeting
Report of President
Report of Secretaries
Report of Treasurer
Reports of Committees
Unfinished business
New business
Adjournment

SECTION 3: All matters concerning parliamentary procedures not specifically covered herein shall be governed by Roberts' Rules of Order, Newly Revised.

Code of Ethics

The constitution of the MHKA states that the Club shall do everything in its power to promote and advance the interests of purebred dogs. Members of the MHKA agree to Further the Club's objectives and conduct their dog related activities in accordance with this Code of Ethics.

As a member of the Mid Hudson Kennel Association, I hereby agree to:

- uphold the Constitution and by-laws of the MHKA and the AKC.
- demonstrate sportsmanlike conduct and respect for fellow exhibitors and their dog(s).
- never deliberately mistreat or abuse any dog(s).
- never deliberately degrade or falsify statements about any Club member, dog fancier, breeder, kennel operation, or their dog(s).
- conscientiously plan each litter I breed based on my official Breed standard, and breed only adult dogs which are registered, of sound temperament, and free of congenital defects or disqualifying faults.
- provide healthful spacing between stud services/litters of the dogs and bitches used in my breeding program.
- maintain a safe, humane, sanitary environment for all my dogs, and provide them with proper exercise and socialization, grooming, routine vaccinations and wormings, fresh water and nutritious diets.
- never sell, exhibit, or knowingly expose a dog that is ill or that has been exposed to a communicable disease.
- accurately register my dogs in accordance with the rules and regulations set forth by the AKC, and will not knowingly contribute to or be part of false registration.
- never sell or donate dogs to commercial wholesalers, pet shops, contest sponsors, or deal with any person(s) known to sell to such establishments.
- never sell any puppy before the age of 8 weeks.
- supply all puppy buyers with a bill of sale, registration information, pedigree, health record, and written information on the general care and feeding of the puppy at the time of sale, and will offer reasonable help and guidance for the life of the dog.