

Federation of Maine Dog Clubs and Responsible Dog Owners



Constitution & By-Laws

Respectfully Submitted
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2019 Revision Contributors:

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CONSTITUTION

ARTICLE 1. NAME, OBJECTIVE, AND PURPOSE

Section 1. The name of this federation shall be the Federation of Maine Dog Clubs and Responsible Dog Owners.

Section 2. The primary purpose and objective of the Federation is to:

- a) Protect the rights of and promote the interests of responsible dog owners and breeders in the State of Maine
- b) Be proactive within Maine's legislative process as it pertains to animal welfare vs. animal rights
- c) Form alliances with other likeminded groups who share the Federation's objectives and philosophies

Section 3. The Federation is classified by the IRS as a 501 (c) (7). It is to be supported solely by membership fees, dues, and assessments. The Federation shall not be conducted or operated for profit. No part of any profits or remainder or residue from dues or donations to the Federation shall inure to the benefit of any member or individual. All such moneys accruing to the Federation shall be devoted to the above stated objects or made as specific bequests to such charitable organizations as shall be approved by a majority of the membership at a meeting. Fiscal year is January 1 - December 31.

Section 4. The members of the Federation 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 three types of membership. All members and sponsors shall subscribe to the objective and purpose of this Federation. Membership is limited per IRS rules to membership consistent with the Federation's purposes. Members shall have the right to actively participate in and be represented by the Federation of Maine Dog Club. The Executive Board of Directors reserves the right to reject or accept any membership.

(a) Member Club: Open to organized dog clubs and dog associations domiciled in the State of Maine. Clubs will be represented by 3 delegates of record. Voting member.

(b) Independent Member: Open to individuals. Non-voting member. Individuals will be represented by 1 member on the Federation Board of Directors will be entitled to cast one vote.

(c) Sponsor: Open to professional, commercial, educational and non-profit organizations. Each sponsor is entitled to a free business card size ad in each monthly Federation newsletter and can receive advertising space to booths sponsored by the Federation of Maine Dog Clubs. Non-voting members.

Section 2. Dues. Membership dues shall be:

(a) Member Club: \$35.00 per year. (b) Independent Member: \$15 per year. (c) Sponsor: \$250 per year.

Dues are payable on or before the last day of January of each year. No member may vote whose dues are not paid for the current year. During the month of November the Treasurer shall notify all members that dues for the ensuing year are due. This notice will be printed in the newsletter and the website. Annually, the Board of Directors will review the amount of dues and will communicate any necessary changes to the membership. A member shall be considered to be in good standing when their Federation dues are paid and they regularly attend Federation meetings.

Section 3. Application for Membership. Each applicant for membership shall be provided with an official Federation of Maine Dog Clubs and Responsible Dog Owners application for membership and a copy of this constitution and by-laws. Each applicant shall agree to abide by these bylaws and constitution. Each application shall be endorsed/sponsored with a signature by at least one delegate in good standing. As a matter of record, all applications are to be filed with the Secretary and each new application is to be read at the first meeting and second meeting following its receipt with the applicant present. At the second reading the Federation shall vote to approve/reject membership.

(a) Member Club: Application shall state the name of the organization, the number of members, and the name, address and telephone number of the corresponding secretary and name at least one delegate and up to two alternate delegates to the Federation. The delegate and the alternate(s) will remain the recognized Federation representatives of the organization until such a time as the Board of Directors has been notified of any change. Dues will accompany the application but are refundable should application be rejected.

(b) Individual Member / Sponsor: Application shall state the name, address and telephone number of the applicant. Dues will accompany the application but are refundable should application be rejected.

Section 4. Termination of Membership. Membership may be terminated by:

(a) Resignation. Any member in good standing may resign from the Federation upon written notice to the Secretary, but no member may resign when in debt to the Federation.

(b) Lapsing. A membership will be considered as lapsed and automatically terminated if such member's dues remain unpaid 90 days after the first day of the fiscal year; however, the Board may grant an additional 90 days of grace to such delinquent members in meritorious cases. In no case may a person be entitled to vote at any Federation meeting whose dues are unpaid as of the date of that meeting.

(c) Expulsion. A membership may be terminated by expulsion upon the recommendation of a majority of the board and will be handled on a case by case basis.

ARTICLE 2. MEETINGS AND VOTING.

Section 1. Recognizing the dispersed nature of members throughout the state of Maine and recognizing the technological advances of recent years, Federation Member Meetings (Regular Meetings) shall be conducted by teleconference on the third Tuesday of each month at 7 pm. Said conference call shall be

initiated by the President or, in his absence, the Vice President. Members shall be notified by email of the date, time, call in number and password, and proposed agenda for the meeting not less than seven days prior to the meeting.

Meetings may be canceled in July and/or August.

Section 2. Upon the written request of not less than 50% of the members in good standing, which written request may be made to the President by email, the President shall call for an in-person meeting of the membership at the date, time and location requested by the members seeking the meeting or, failing such a request, at a date, time and location designated by the President so long as said meeting is not less than ten days from the date of the request nor more than 21 days from such date. The requesting members shall designate such agenda item or items that they wish to bring before the membership and the Board of Directors may also designate additional items, all of which shall be provided to the membership with the notice of the meeting.

Section 2. Executive Board of Directors shall meet [one hour] prior to each regular monthly Federation Member Meeting. The quorum shall be a majority of the Executive Board of Directors. The Executive Board shall provide an account of their meeting at each regular Federation meeting.

Section 3. Emergency Meetings. The Executive Board of Directors may authorize the President to conduct emergency meetings without notice; such meetings may be conducted by telephone when necessary. The quorum shall be a majority of the Board. The Board shall provide an account of an emergency meeting at the next regular Federation meeting.

Section 4. Standing Committee Meetings. Committee meetings shall be called by the committee chair as needed. A notice of 10 days shall be given to the Secretary. The chair is responsible to notify the Board and each committee members via written notice via email and/or US Postal Service and posted on the Federation website. A quorum of 20% of Committee members shall be present.

Section 5. Voting at Federation Meetings. Each member club in good standing whose dues are paid for the current year shall be entitled to 3 delegate votes. Individuals do not vote but the director representing them shall cast 1 vote on their behalf. Voting will not be permitted at any Federation meeting or election without a quorum. All voting shall be in person.

ARTICLE 3. DIRECTORS AND OFFICERS

Section 1. Executive Board of Directors. The Executive Board of Directors shall perform the duties prescribed by these bylaws and shall consist of 4 elected Federation officers (President, Vice-President, Secretary, and Treasurer) and 4 Directors (1 individual member, 2 delegates of a member club in good standing, immediate past president). In the event of a vacancy the position may be filled by appointment of the President.

Section 2. Respective Duties.

(a) The President shall preside as Chair at all meetings of the Federation and of the Board and, subject to the oversight of the Board, shall supervise the affairs of the Federation. The President may speak for the Federation and may disburse its funds in the pursuit of the Federation's objectives, but is jointly responsible with the Treasurer for the proper handling of any Federation funds. Both President and Treasurer shall sign all checks or orders for the payment of monies from the Federation when the sum is over \$500. Otherwise the signature of the Treasurer is sufficient. The immediate past president shall become a Director upon stepping down from the office of President.

(b) The Vice President shall have the duties and exercise the powers of the president in the case of the president's death, absence or incapacity. The Vice President shall serve as principal communications officer. All outward communication for the Federation shall first pass through the VP who is responsible to contact all Federation membership and keep them apprised of all developments within the Federation. The Vice President shall convey the objectives and purposes of the Federation to outside media. The VP is also responsible to synchronize newsletter and website content with the objectives and purposes of the Federation.

(c) The Secretary shall, subject to the oversight of the Board, keep a record of all meetings of the Federation and of the Board and of all matters of which a record shall be ordered by the Federation. The Secretary shall have charge of the correspondence, notify members of meetings, notify new members of their election to membership, notify officers of their election to office, keep a roll of the members of the Federation with their addresses, and carry out such other duties as are prescribed in these by-laws. The Secretary's address shall be the official address of the Federation. The Secretary shall be the registered agent with the State of Maine for the Federation of Maine Dog Clubs and Responsible Dog Owners.

(d) The Treasurer, subject to the oversight of the Board, shall collect and receive moneys due or belonging to the Federation and shall deposit such moneys in a bank satisfactory to the Board, in the name of the Federation. Treasurer books shall at all times be open to inspection of the Board and shall report to them at every meeting the condition of the Federation's finances and every item of receipt or payment not before reported; and at the annual meeting shall render a written account of all Federation moneys received and expended during the previous fiscal year. An annual budget shall be established. An auditing committee of three members, appointed by the President, with the consent of the Board, shall examine the records of the Treasurer during the last quarter of each fiscal year and shall report its findings to the membership at the annual meeting. The Treasurer shall be bonded in such amount as the Board of Directors shall determine. Both President and Treasurer shall sign all checks or orders for the payment of monies from the Federation when the sum is over \$500. Otherwise the signature of the Treasurer is sufficient. On or before December 1st of each year, the Treasurer shall send notice to the Treasurer of each member club notifying them that dues are due and payable. Delegates shall be informed of unusual and unforeseen expenditures prior to payment and have the right to reject or accept same.

Section 3. Attendance. The Board may dismiss any director or officer failing to attend a minimum of 2 Board meetings unless just cause is shown for the absence.

ARTICLE 4: ELECTIONS

Section 1. Election of Officers. A Nominating Committee will be appointed at the September meeting and will present a slate of nominees to the membership at the October meeting. The Secretary will immediately notify the entire membership of candidates in writing, by email, and on the website. Annual elections will be in November. Nominations may be accepted from the floor at the November meeting. All nominees shall be present. No voting by proxy, telephone, or other media device will be permitted. Terms shall begin January 1 of the following year.

Section 2. Terms of Office All officers shall serve 2 years. All directors shall serve 1 year. No officer other than Treasurer shall serve more than two consecutive terms in the same office.

ARTICLE 5: DUTIES OF CLUB DELEGATES.

Section 1. Duties of Delegates. Each dog club/organization shall provide the names of 3 members in good standing who are duly authorized to serve as Federation delegate(s). Every member club should have at least one delegate at each meeting of the Federation. A member club delegate shall:

- a) communicate to their clubs news of the activities of the Federation and vice versa
- b) shall have internet access and be able to communicate via email
- c) be empowered to conduct Federation business
- d) shall have voting privileges

ARTICLE 6. DISCIPLINE

Section 1. Discipline The Board of Directors shall reserve the right to prescribe and enforce its standard for membership on a case by case basis. If it is determined that a serious offense has occurred the offending member shall be entitled to resign. Failure of a member club, delegate, or associate member to comply with the provisions of this Constitution or substantially disregard the rights and prerogatives of other Federation member clubs, delegates, or individual members will subject the offender to immediate expulsion or a lesser penalty at the discretion of the Board.

ARTICLE 7. COMMITTEES

Section 1. Standing Committees. There shall be four standing (permanent) committees. Each standing committee shall consist of an odd number of members (minimum of 3 including committee chair) and shall monitor a specific Federation activity. The actions of a committee are subject to the Board of Directors. Reports shall be provided monthly and/or at the request of the Board. The President shall appoint a chair to serve for an indefinite time.

- a) Internal Affairs (501) This committee shall uphold and protect the internal affairs of the Federation
- b) Legislative Affairs - This committee shall address/respond to legislative issues of concern to membership and coordinate all legislative activity.
- c) Membership - This committee shall be responsible for the overall promotion of membership, determining membership needs, and developing outreach programs relative to those needs.
- d) General Interest- This committee shall coordinate items of general interest (Calendar, Newsletter etc.)

Section 2. Committee Appointment. All club members will be encouraged to serve on one committee.

The President may also appoint special committees as needed for particular projects with majority approval of the Board.

ARTICLE 8. ELECTRONIC COMMUNICATION

Section 1. Electronic Communication. Message boards, discussion groups, chat rooms and other means of electronic communication may be used to facilitate and discuss Federation Business. Voting may not occur electronically.

Section 2. E-Mail. Board members and delegates shall have access to e-mail and a computer.

ARTICLE 9. AMENDMENTS.

Section 1. Amendments (revisions or changes) to the Constitution and By-Laws may be proposed at meetings of the Federation for discussion among the delegates present, but shall not be voted upon at that time. The Internal Affairs (standing committee) will review the matters and be charged with reviewing the Constitution and By-Laws. Proposed changes shall be presented to the membership within three (3) months. Written notice of proposed changes shall be mailed (via email and/or US Postal Service) to all known delegates and members by the Secretary at least 21 (21) days prior to the date of the next regular meeting, posted on the Federation website, and published in the next newsletter.

Section 2. The amendment shall be voted upon at the next regular meeting following the proposal of such amendments and/or revisions. The Constitution and By-Laws may be amended by a 2/3 vote of the clubs present.

ARTICLE 10. DISSOLUTION.

Section 1. The Federation may be dissolved at any time by the written consent of not less than 2/3 of the member clubs. In the event the dissolution of the Federation or the winding up of its affairs, or other liquidation of its assets, the Federation's property shall not be conveyed to any organization created or operated for profit or to any individual for less than the fair market value of such property and all assets remaining or distributed only to an organization or organizations created and operated for nonprofit purposes similar to those of the Federation.

ARTICLE 11. ORDER OF BUSINESS.

Section 1. The order of business at Federation meetings shall be conducted according to Robert's Rules of order:

Roll Call / Quorum Call
Minutes of last meeting
Report of Executive Board
Report of President
Report of Secretary
Report of Treasurer
Report of Committees
Election of Officers and Board (at annual meeting)
Unfinished Business
New Business
Adjournment

Section 2. In addition to the written Federation meeting minutes as recorded by the Secretary, minutes may be recorded by some type of medium – ie. Dictation machine, recorder, video, etc.