

## **DURANGO AGILITY DOGS**

### **BYLAWS**

**December 15, 2005**

**Revised December 1, 2007**

#### Article I: Objectives

- A. To encourage and promote the sport of dog agility within the State of Colorado.
- B. To encourage fanciers to accept and abide by the rules and regulations of Durango Agility Dogs (DAD) and sanctioning organizations when sponsoring an event.
- C. To do all in its power to protect and advance the interest in the sport of agility for all breeds of dogs (mixed-breed and purebred).
- D. To encourage sportsmanlike behavior at all dog shows, classes, seminars, tests/trials, fun matches and any other events where agility fanciers participate.
- E. To educate all fanciers on the importance of having a sound, healthy canine.
- F. To encourage members to adhere to the Code of Ethics. (Ref. Article VII)
- G. To establish and maintain a set of standing rules to govern the policies of the club.

#### Article II: Membership

- A. There shall be three (3) types of membership open to all who subscribe to the objectives and purposes of the club: Individual, Family and Junior. Membership will be based on an annual calendar year starting the first day of March and ending the last day of February.
  - i. Individual: For one adult, over 18 years of age; entitles the person to cast one (1) vote in any membership vote.
  - ii. Family: For two or more adults residing at the same address. A family membership is entitled to two (2) votes per subject in any membership vote.
  - iii. Junior: For an individual between the ages of 10 and 17, and is not entitled to vote.
- B. Membership dues shall be set by the membership and will be subject to change upon a vote by the membership. All notices of change in dues are to be published in the minutes, newsletter or via electronic mail. All membership dues are made payable to the club.
- C. Written application for membership shall require that the applicant agree to abide by the Bylaws of the club and the policies and procedures of the club. Membership dues for the current year and a signed liability waiver for use of the training field must accompany the application.

D. Termination of membership

- i. Resignation. Any member may resign from the club upon notice to the membership chair and/or Board. Resignation after thirty (30) days of joining will result in forfeiture of membership dues.
- ii. Nonpayment of Dues. A membership will terminate if the dues are not paid by March 31st.
- iii. Expulsion. A membership may be terminated by expulsion as provided in the Code of Ethics.

Article III: Meetings

- A. Annual Meeting. The annual meeting of the membership shall be held in the month of February of each calendar year.
- B. Special Meetings of the Membership. A special meeting may be called by the President, by the Board, or by the request of at least 25% of the voting membership. Written notice of the location, date and time of any club meeting will be published in a club newsletter, minutes or otherwise provided via electronic mail at least seven (7) days prior to the meeting.
- C. Special Meetings of the Board. A special meeting may be called by the President or a Board Member. A meeting may take place over the phone, by electronic mail or at a specific location; with at least twenty-four (24) hour's notice.
- D. Monthly Meetings. The club will hold meetings, either board or general membership, a minimum of four (4) times per year.
- E. Location, Time and Notice of Meetings. Meetings will be held within the State of Colorado. If for any reason the club should desire to hold a meeting outside the State of Colorado, it must be approved by a majority vote of the Board. Written notice of the location, date and time of any club meeting will be published in a club newsletter, minutes or otherwise provided via electronic mail at least seven (7) days prior to the meeting.

Article IV: Voting/Eligibility

- A. All members with voting privileges and in good standing are eligible to vote. A member in good standing abides by the Code of Ethics (see Article VII below) and has worked one (1) day at a DAD sponsored event in the past calendar year.
- B. Voting in all elections shall be by secret ballot except in the case of officers elected by acclamation.
- C. Voting in business matters shall be by voice vote or by secret ballot if so requested by any member present.
- D. Written proxies will be accepted in all votes by the membership.
- E. Quorum for a membership meeting shall be six (6) or more members present.

Article V: Officers of the Club/Board

- A. Composition. The Board shall be comprised of five to seven (5-7) members consisting of the officers of the club: President, Vice-President, Treasurer, Secretary and Board Members-at-large.
- B. The business and affairs of the club shall be managed by the Board and the membership.
- C. Performance of Duties.
  - i. Board members will perform duties in good faith to serve in the best interest of the club. In performing duties, a board member is entitled to rely on information or financial data prepared for or presented by persons listed in this section.
  - ii. The persons and groups on whose information, opinions, reports and statements a Board member is entitled to rely are: Officers or representatives of the club whom the Board reasonably believes to be reliable and competent in the matters presented.
- D. Qualifications. An officer or board member must be a voting member in good standing and must remain in good standing during his/her term of office.
- E. Election of Officers. Officers and Board Members-at-large will be elected at the Annual Meeting by secret ballot or by voice vote if the election is by acclamation. Written proxies will be accepted for those members not present. Those candidates with the largest number of votes will be elected. In the case of three or more people running for a specific board position, a run-off will be held for the top two vote getters. No officer shall hold the same position for more than two (2) consecutive years and no person shall serve on the board for more than four (4) consecutive years. The Treasurer position will be voted upon every two years and may run consecutive terms.
- F. Meetings. Board meetings will be called by the President or when requested by two (2) Board members. Board meetings will be held within the State of Colorado.
- G. Quorums. Three (3) members of the Board shall constitute a quorum.
- H. Vacancies. Vacancies on the Board may be created by resignation, removal or death of an officer or Board member. Any vacancy shall be filled by quorum vote by the Board. The appointee shall serve for the remainder of the term.
- I. Resignation. Resignation may be tendered by written notice to the President or Board.
- J. Cause for Removal and Procedure. Any officer or Board member may be removed by vote of the Board for failing to maintain all qualifications and duties throughout his/her entire term of office. Any Board member may be removed for misconduct, dereliction of duties, failing to follow the Board Code of Conduct, or gross negligence. Said Board member shall be notified of intent for removal by registered mail and shall have fifteen (15) days to reply and may request a hearing in order to present his/her case. Removal for cause shall be by two thirds (2/3) vote of the remaining Board if said person does not reply with fifteen (15) days of notice.

12/07

#### Article VI: Duties and Responsibilities of the Officers

- A. President: The President shall be chief officer of the club; shall supervise and control business matters and affairs of the club; shall preside at all meetings of the membership and the Board; and may sign checks with the Treasurer or any other officer of the club authorized by the club.
- B. Vice-President: The Vice-President shall perform all duties of the President during the absence of the President, and shall have all powers of and be subject to all restrictions upon the President. The Vice-President shall perform such other duties as may be assigned to him/her by the President or the Board.
- C. Secretary: The Secretary shall keep the minutes of all meetings and see that all notices are given according to the Bylaws. The Secretary may be assigned duties by the President or the Board. The Secretary shall keep a record of all meetings of the club and of the Board; notify members of meetings; keep a roll of members of the club with their addresses and shall be responsible and have oversight responsibilities for all records and documents that pertain to club business. Note: Although the Secretary has responsibility for membership, he/she can delegate to the Membership Chair.
- D. Treasurer: The Treasurer shall have charge and custody of and be responsible for all funds and assets of the club, receive club monies payable to the club and deposit all monies in the club name in such bank, trust companies, or other depositories as shall be selected by the Board. The Treasurer may also be assigned duties by the President or the Board.

#### Article VII: The Fiscal Year

The Fiscal Year of the club shall end on the thirty-first (31<sup>st</sup>) day of December in each calendar year. As soon as practicable after the end of the fiscal year and no later than January 31<sup>st</sup> an audit committee of three (3) or more persons appointed by the Board will review the accounts with the treasurer and issue an audit report.

#### Article VIII: Code of Ethics

The following are the rules and standards governing the conduct of members and non-members associated with Durango Agility Dogs and club functions.

- A. All must abide by and accept the Rules and Regulations of the club and sanctioning body when sponsoring an event.
- B. All must conduct themselves in a manner to credit the sport, club and themselves and demonstrate good sportsmanship at all times.
- C. The health, care and well-being of all dogs and people must be considered first at all times.
- D. There shall be no harsh treatment of any animal or person at any time or place.
- E. All should respect the rights of others in training, showing or participation in any club function.
- F. Any handler who does not exert proper control over his/her dog and poses a threat to the health or well-being of any other dog or person shall be banned from all club functions.

12/07

- G. Any person at a club function thought to be under the influence of drugs and/or alcohol may be asked to leave. Further reprimands may take place if the Board or President desires such action.
- H. All complaints against any individual not abiding by these Bylaws must be presented in writing to the Board President or any other individual Board member, who shall notify the rest of the Board of such complaints.
- I. Reprimands may result in suspension or termination of membership and/or participation. Behavior of members and/or participants includes non-members. Written notice to said party shall be required by registered mail. All actions taken are to be kept in a Code of Ethics Reprimand File. Such decisions are the responsibility of the Board. Suspension of membership/participation may be appealed in writing to the Board. The Board will then review the facts and any corrective actions taken and by majority vote of the Board may continue or end the suspension.

#### Article IX: Amendments

The Bylaws may be altered, amended, or repealed and new Bylaws adopted by a two-thirds (2/3) majority of the Board of the club with advisement and input from the membership.

#### Article X: Dissolution

Upon the dissolution of the corporation, the Board of Directors shall, after paying or making provisions for the payment of all of the liabilities of the corporation, dispose of all of its assets exclusively for the purpose of the corporation in such manner, or to such organizations organized and operated exclusively for dog related purpose as shall at the time qualify as an exempt organization or organizations under Section 501(c)(7) or 501(c)(3) of the International Revenue Code of the United States as the Board of Directors shall determine. Any such assets not disposed of shall be disposed of by the Superior Court of the County in which the principal office of the corporation is then located, exclusively for the such purpose or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purpose.