

Charter, Constitution and By-Laws of the PEAK TO PEAK WORKING DOG ASSOCIATION

Charter

SECTION 1:

Janet D. Cherne, Melinda Clearman, Carol Deeks, Mary Dymond, Joseph and Robin Hug and Katie Jo Hug, Michael and Beth McCarthy, Charles McWilliams, C. Jean and Betty Nelson, Jean Pero, Mary E. Richards, Darrell and Jeanne Rylatt, Richard and Carol Lee Samide, Michele Schmitt, Janis R. Church Stadler, Kandy Tigerman and John Neuschaefer, and Barbara White, under and for the purposes of this charter, are hereby organized under and by the name of the **PEAK TO PEAK WORKING DOG ASSOCIATION**.

SECTION 2:

The objects of the association shall be to protect and advance the interests of purebred dogs of the breeds designated by the American Kennel Club as constituting the Working Group. For this purpose, it shall have the power to adopt a constitution, by-laws and policies, and enforce the same by such methods as are described therein. From time to time, it may alter, modify or change such constitution, bylaws and policies.

SECTION 3:

The Recording Secretary shall call a meeting of the Charter Members by giving written notice of the time and place of said meeting at least ten days in advance of said meeting. At said meeting, a majority of the above named will constitute a quorum. The above named, at said meeting shall adopt a constitution, by-laws and policies as authorized above, and shall elect the above named as members of the association.

SECTION 4:

This act shall take effect on September 30, 2004.

Constitution

ARTICLE I Name and Objects

SECTION 1:

The name of the club shall be the
PEAK TO PEAK WORKING DOG ASSOCIATION (PPWDA).

SECTION 2:

The objects of the club shall be:

- (a) To further the advancement of all purebred dogs of the breeds designated by The American Kennel Club as constituting the Working Group.
- (b) To do all in its power to protect and advance the Interests of all purebred dogs of the breeds designated by the American Kennel Club as constituting the Working Group.
- (c) To conduct sanctioned matches, dog shows, obedience trials and performance events for the breeds designated by the American Kennel Club as constituting the Working Group, held under the Rules and Regulations of the American Kennel Club and to encourage sportsmanlike competition at such events.
- (d) To promote the humane treatment and welfare of all dogs.
- (e) To provide educational programs to assist in accomplishing the objects of the club.

SECTION 3:

The club shall not be conducted or operated for profit, and no part of any profits or the 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 bylaws as may be required to carry out these objects.

By-Laws

ARTICLE I

Membership

SECTION 1: Eligibility

There shall be six types 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.

- a) Regular (Individual) - Enjoys all club privileges including the right to vote and hold office.
- b) Household - Two adult members residing in the same household, each eligible to vote and hold office.
- c) Associate or Newsletter - Entitled to all club privileges except voting and office. This is offered to individuals residing outside the club's area and to individuals within the club's area but are not active.
- d) Junior - Open to persons under 18 years of age. This is a non-voting and non-office holding membership which may automatically be converted to a regular membership at age 18.
- e) Honorary - An individual who has made significant contributions to the Sport, Working Group or the Club. Honorary members pay no dues and are not eligible to vote, but can maintain regular or household membership if they pay dues.
- f) Life - For those individuals who have been members for more than twenty (20) years. Life members pay no dues but are eligible to vote and hold office.

While membership is to be unrestricted as to residence, the club's primary is to be representative of breeders and exhibitors of Working Breeds in the Denver, Colorado metropolitan area.

SECTION 2: Dues

The Board of Directors shall set the annual dues by the first day of November of each year, at a figure no greater than \$50.00 for regular membership. Dues shall be payable on or before the first day of January of each year. During the month of November, the Treasurer shall send to each member a statement of dues for the ensuing year. Dues paid by new members who join after October 1st shall carry over through the following fiscal year.

SECTION 3: Application for Membership

Each applicant for membership shall apply on a form as approved by the Board of Directors, which shall provide that the applicant agree to abide by the Constitution and By-Laws of the PEAK TO PEAK WORKING DOG ASSOCIATION and to abide by the rules of the American Kennel Club. The application shall state the name, address and occupation of the applicant and it shall carry the endorsement of two members in good standing and of different households. Accompanying the application, the prospective member shall submit dues payment for the current year. The application shall provide information to support a strong background in one or more of the working breeds with at least four (4) years experience. The following categories are to be considered: Membership in a National Club, a Local Club, and an All-Breed Club. Experience as a Judge, Steward, or Handler. Experience in Conformation, Obedience, Agility, Tracking, Rescue or Therapy. Other experience may be considered.

SECTION 4: Election to Membership

All applications for membership shall be submitted to the Recording Secretary at a general meeting at which the application shall be read. The application shall be voted upon by secret ballot at the next general club meeting. An affirmative vote of 2/3 of the voting members present at the general meeting shall be required to elect the applicant. Applications for membership shall be voted upon by secret ballot. Applicants for membership who have been rejected by the club may not reapply within six months after such rejection.

SECTION 5: Termination of Membership

Members may be terminated:

- (a) by resignation: Any member in good standing may resign from the club upon written notice to the Recording Secretary. 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) by lapsing: A member 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. 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 member may be terminated by expulsion as provided in Article VI of these By-Laws.

ARTICLE II Meetings and Voting

SECTION I: Club Meetings

Meetings of the club shall be held within the Denver, Colorado metropolitan area, in the months of February, April, June, August, October and December, at such hour and place as may be designated by the Board of Directors. Written notice of each meeting shall be sent to the membership at least ten (10) days prior to the date of each meeting. The quorum for such meetings 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 vote of the members of the Board of Directors who are present and voting at any regular or special meeting of the Board, and shall be called by the Recording Secretary upon the receipt of a petition signed by five members of the club who are in good standing. Such special meetings shall be held within the Denver, Colorado metropolitan area, at such place, date and hour as may be designated by the person or persons authorized herein to call such meetings. The Recording Secretary shall send written notice of such a meeting at least five (5) days and not more than fifteen (15) days prior to the date of the meeting, and said written 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 20% of the members in good standing.

SECTION 3: Board Meetings

A meeting of the Board of Directors shall be held within the Denver, Colorado metropolitan area, in the months of January, March, May, July, September, and November, at such time and place as may be designated by the Board. The Recording Secretary shall send written notice of each meeting 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: Special Board Meetings

Special meetings of the Board may be called by the President, and shall be called by the Recording Secretary upon receipt of a written request signed by at least three members of the Board. Such special meetings shall be held within the Denver, Colorado metropolitan area, at such place, date and hour as may be designated by the person authorized herein to call such meetings. The Recording Secretary shall send written notice of such meetings at least five (5) days but not more than ten (10) days prior to the date of the meeting. Any such written notice shall state the purpose of the meeting and no other business shall be transacted thereat. A majority of the Board members shall constitute a quorum.

SECTION 5: Voting

Each voting member who is in good standing and whose dues are paid for the current year shall be entitled to one vote at any meeting of the club at which the member is present. Absentee or 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 officers and four (4) other persons, all of whom shall be members in good standing, and all of whom shall be elected for one-year terms 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

The club's officers, consisting of the President, Vice-President, Recording Secretary, Corresponding Secretary and Treasurer shall serve in their respective capacities with regard to both the club and its meetings and the Board and its meetings. The duties of the officers shall be as prescribed in these By-laws or in Robert's Rules of Order, Newly Revised.

- (a) 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 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. The Vice-President shall perform such other duties as are prescribed in these By-Laws or assigned by the President or the Board of Directors.
- (c) The Recording Secretary shall keep a record of all meetings of the club and of the Board and of all matters for which the club shall order a record. The Recording Secretary shall notify members of meetings, provide copies of the minutes of all meetings, maintain a current roll of the members of the club and their address, notify new members of their election to membership, notify Officers and Directors of their election to office, and carry out such other duties as are prescribed in these By-Laws or assigned by the Board of Directors.
- (d) The Corresponding Secretary shall have charge of general club correspondence not covered in the duties of the Recording Secretary including external correspondence. The Corresponding Secretary shall assist committee chairs with mailings pertaining to club business and carry out such other duties as are prescribed in these By-Laws or assigned by the Board of Directors.
- (e) The Treasurer shall collect and receive all moneys due or belonging to the club. The Treasurer shall deposit the same in a bank designated by the Board, in the name of the club. The books shall be open to the inspection of the Board upon request. The Treasurer shall report at every meeting the condition of the club's finances and every item of receipt or payment not before reported. At the annual meeting, the Treasurer shall render an account of all moneys received and expended during the previous club year. The Treasurer shall be bonded in such amount as the Board of Directors shall determine. There shall be a yearly audit by a committee appointed by the Board.
- (f) AKC Delegate (if applicable).

SECTION 3: Vacancies

Any vacancies occurring on the Board or among the officers during the year shall be filled until the next annual election by a majority vote of all the then members of the Board at its first regular meeting following the creation of such vacancy, or at a special board meeting called for that purpose. The Vice-President shall fill a vacancy in the office of President automatically.

ARTICLE IV

Club Years, Annual Meeting and Elections

SECTION 1: Club Year

The club's fiscal year shall begin on the first day of January and end on the last 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 the election at the next annual meeting.

SECTION 2: Annual Meeting

The Annual Meeting shall be held in the month of December, 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. Each retiring Officer shall turn over to the successor in office all properties and records relating to that office within 30 days.

SECTION 3: Elections

The nominated candidate 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 shall be declared elected.

SECTION 4: Nominations

No person may be a candidate in a club election who has not been nominated. No one may be a candidate before being a member of the Club for one (1) year. The Board shall appoint a Nominating Committee and designate one member as Chair by the August meeting. This committee shall consist of three (3) members and one (1) alternate, no more than one of whom may be a member of the board. The Recording Secretary shall immediately notify the members of the committee and the alternate of their selection. It shall be the Chair's duty to call a Committee Meeting on or before September 1.

- (a) The Committee shall nominate one candidate for each open office and each of the open positions on the Board. After securing the consent of each person so nominated, the Committee shall report the nominations to the Recording Secretary in writing no later than September 15. Upon receipt of the Nominating Committee's report, the Recording Secretary shall notify each voting member in writing of the candidates so nominated at least ten (10) days prior to the October meeting.
- (b) Additional nominations may be made at the October meeting by any member in attendance, provided that the person so nominated does not decline when their name is proposed. If the nominated candidate is not in attendance at this meeting, the proposer shall present to the recording Secretary a written statement from the nominated candidate signifying willingness to be a candidate. No person can be a candidate for more than one position. (except for the position of Delegate) Voting shall take place at the Annual Meeting.
- (c) If any floor nominations are made at the October meeting, the Recording Secretary shall notify each member in writing of the candidates so nominated at least two (2) weeks before the Annual Meeting.
- (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 appoint Standing Committees to advance the work of the club in such matters as specified in Section 3. Special Committees may also be appointed by the Board to aid it on particular projects as specified in Section 4. Such committees shall always be subject to the final authority of the Board.

SECTION 2:

The Recording Secretary shall provide each committee chair with written guidelines outlining the responsibilities and objectives for the committee. The committee chair shall provide periodic written reports to the Board of Directors outlining the completion of those responsibilities and objectives. Each committee shall be assigned to an at large director for the purpose of communication with the Board of Directors.

SECTION 3: Standing Committees

Standing committees are permanent committees that do not go out of existence, because they never complete their task. This would include but not be limited to Education and Programs, Historian, Membership and Recruitment, Recreation and Entertainment, and Publicity.

SECTION 4: Special Committees

Special Committees go out of existence as soon as they have completed a specified task. Although special committees are temporary, certain special committees are necessary to the club's survival and are thus included in these By-Laws. This would include but not be limited to the Audit Committee, Match Committee, and Show Committee.

SECTION 5:

Any committee appointment may be terminated by a majority vote of the full membership of the Board upon written notice to the appointee. 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 shall automatically be suspended from the privileges of this Club for a like period.

SECTION 2: Charges

An individual member may prefer charges against another individual member for alleged misconduct prejudicial to the best interests of the club. Written charges with specifications must be filed in duplicate with the Recording Secretary together with a deposit of twenty (20) dollars, which shall be forfeited if the Board following a hearing does not sustain such charges. The Recording Secretary shall promptly send a copy of the charges to each member of the Board or present them at a board meeting. The Board shall first consider whether such actions alleged in the charges, if proven, might constitute conduct prejudicial to the best interests of the club. If the Board considers 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 of a hearing by the board not less than three (3) weeks nor more than six (6) 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 defense and bring witnesses if desired.

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 complainant and defendant, the Board may by a majority vote of those present reprimand or suspend the defendant from all privileges of the club for not more than six (6) months from the date of the hearing. If it deems that punishment 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 special 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 Recording 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 special meeting of the club following a Board hearing and upon the Board's recommendation as provided in Section 3 of this Article. Such proceedings shall occur at 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/her own behalf, though no evidence shall be taken at this meeting. The President shall read the charges and the Board's findings and recommendations, and shall invite the defendant, if present, to speak in his/her own behalf. The members shall then vote by secret written ballot on the proposed expulsion. A 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 VII

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 Recording Secretary signed by twenty (20) percent of the membership in good standing. The Board of Directors shall promptly consider amendments proposed by such petition. The Recording Secretary must submit the Amendment to the members with the recommendations of the Board for a vote within three months of the date the Recording Secretary received the petition.

SECTION 2:

The Constitution and By-Laws may be amended by a 2/3 secret vote of the voting members present and voting at any regular or special meeting called for the purpose, provided that the proposed amendment(s) have been included in the notice of the meeting and sent to each member at least 14 days prior to the date of the meeting.

ARTICLE VIII

Dissolution

SECTION 1: Dissolution

The club may be dissolved at any time by the written consent of not less than 2/3 of the members in good standing. In the event of the dissolution of the club, other than for purposes of reorganization, whether voluntarily or involuntarily 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. 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: Club Order of Business

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

- Attendance
- Minutes of the last meeting
- Report of the President
- Reports of the Secretaries
- Report of the Treasurer
- Reports of Committees
- Election of Officers (at Annual Meeting)
- Election of new members
- Unfinished Business
- New Business
- Adjournment

SECTION 2: Board Order of Business

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

- Attendance
- Reading of the minutes of the last meeting
- Report of the President
- Reports of the Secretaries
- Report of the Treasurer
- Reports of Committees
- Unfinished Business
- New Business
- Adjournment

ARTICLE X

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.

Rev. 3 07/2006
Rev. 2 05/2006
Rev. 1 11/2004
Orig. 08/2004