



**Constitution and By-Laws  
of the  
Heart of America Boxer Club, Inc.**



**ARTICLE I – NAME AND OBJECTS**

**Section 1.** The name of the club shall be “The Heart of America Boxer Club, Inc.”

**Section 2.** The objects of the club shall be:

- (a) To encourage and promote the breeding of quality purebred Boxers.
- (b) To urge members and breeders to accept the standard of the breed as approved by the American Kennel Club as the only standard of excellence by which Boxers shall be judged.
- (c) To do all in its power to protect and advance the interests of the breed by encouraging sportsmanlike competition at dog shows, obedience trials, agility trials and other performance events.
- (d) To conduct sanctioned matches, dog shows, obedience trials, agility trials and other performance events under the rules and regulations of the American Kennel Club.
- (e) To initiate educational programs and promotional activities which will stimulate and extend public interest in the Boxer.
- (f) For members of the Heart of America Boxer Club, Inc. to abide by those portions of the American Boxer Club By-Laws and Code of Ethics which are applicable to members of member clubs.

**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 objects.

**ARTICLE II – MEMBERSHIP**

**Section 1. Eligibility.** Membership is open to all persons ten (10) years of age and older who are in good standing with the American Kennel Club and who subscribe to the purposes of this club. 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. Types of Membership & Dues.** There shall be four (4) types of memberships. Dues may be increased to no more than the maximum noted for each type by a two-thirds (2/3) vote by the Board of Directors. Members joining after July 1<sup>st</sup> shall pay ½ years dues for the remainder of that club year.

- a) **REGULAR MEMBERSHIP** – Regular membership is open to all persons over the age of eighteen (18) that have been elected to membership in accordance with these By-Laws. Each Individual member shall be entitled to one vote and be eligible for election to the Board of Directors and committee positions. Maximum annual individual membership dues shall be Fifty Dollars (\$50.00) per year.
- b) **JUNIOR MEMBER** – Junior membership is open to persons between ten (10) and eighteen (18) years of age, that have been elected to membership in accordance with these By-Laws. Junior members cannot vote, chair committee positions or be elected to the Board of Directors. Upon reaching their eighteenth birthday, Junior members shall automatically become associate members or may apply for regular membership. Maximum annual junior membership dues shall be Twenty Five Dollars (\$25.00) per year.

c) ASSOCIATE MEMBER – Associate membership is open to individuals who desire to show support of the Club and have been elected to membership in accordance with these By-Laws. Associate members may not vote, chair committee positions or be elected to the Board of Directors. Maximum annual associate membership dues shall be Twenty Five Dollars (\$25.00).

d) LIFE MEMBER –Lifetime membership is for those individuals who have been regular members for twenty-five (25) years or more. Lifetime members shall be entitled to one vote and be eligible for election to the Board of Directors and committee positions. Lifetime members are exempt from payment of dues.

**Section 3. Dues Notices and Delinquency.** Dues notices shall be mailed or emailed to the membership by the Treasurer no later than the first day of November each year. Dues are payable no later than the first day of January. Individuals whose dues are not received by the treasurer by the first day of January shall be deemed not in good standing and suspended from all Club privileges. Membership will be reinstated if such delinquent dues are received by the Treasurer on or before the first day of February, accompanied by a Twenty Dollar (\$20.00) late fee per each reinstating member. Failure of any member to pay dues and late fee by the first day of February shall be cause for termination of membership in the Heart of America Boxer Club. An extension, requested by the delinquent member due to extenuating circumstances, may be granted by a majority vote of the Board of Directors. Such extension must be requested in writing, sent to the Secretary and must set out the extenuating circumstances to be considered. The Board of Directors will consider the extension at its next meeting following the receipt of the extension request.

**Section 4. Election to Membership.** Each applicant for membership, shall attend two general membership meetings before applying on a form as provided by the Board of Directors and which shall provide that the applicant agrees to abide by this constitution and By-Laws and 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 who are in good standing. All applications are to be filed with the Secretary together with a non-refundable application fee, not to exceed Twenty Dollars (\$20.00).

Each application must be read at two general membership meetings prior to voting by general membership. Final reading requires the applicant(s) to be present.

If the application is received at the second meeting the applicant attends, the application will be read at that meeting. At the next club meeting the applicant attends, the application will be voted upon and the affirmative votes of 2/3 of the members present and voting by secret ballot at that meeting shall be required to elect the applicant. If the applicant does not attend a meeting during the twelve months following the first reading, the application will be void.

Applicants for membership who has been rejected by the club may not reapply within six months after such rejection.

**Section 5. Termination of Membership.** Membership may be terminated.

- (a) By resignation. Any member may resign from the Club upon written notice to the Secretary.
- (b) By lapsing. A membership will be considered lapsed and automatically terminated if such member's dues remain unpaid thirty (30) days after the first day of the fiscal year; however, the Board may grant an additional thirty (30) days of grace to such delinquent members in meritorious 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 VIII of this Constitution and By-Laws.

## **ARTICLE III-MEETINGS**

**Section 1. Club Meetings.** Six or more meetings of the club shall be held each year at such date, hour and place within the greater Kansas City area as may be designated by the President with Board approval. Notices of each such meeting shall be made by the Secretary at least ten (10) days prior to the date of the meeting. The quorum for such meetings shall be 20% of the voting members.

**Section 2. Special Club Meeting.** Special Club meetings may be called by the president or by a majority vote of members of the Board who are present and voting at any regular or special meeting of the Board, or by the Secretary upon receipt of a petition signed by ten (10) members of the Club who are in good standing. Such special meetings shall be held at such date, hour and place within the greater Kansas City area as may be designated by the person or persons authorized therein to call such meetings. Notices of such meetings shall be made by the Secretary at least five (5) days and not more than fifteen (15) days prior to the date of the meeting and said notice shall state the purpose of the meeting. The quorum of such a meeting shall be 20% of the voting members in good standing.

**Section 3. Board Meetings.** Six or more meetings of the Board of Directors shall be held each year, at such date, hour and place within the greater Kansas City area as may be designated by the President with Board approval. Notice of each meeting shall be made by the Secretary at least five (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 by the Secretary upon receipt of a written request signed by at least three (3) members of the board. Such special meetings shall be held at such date, hour and place within the greater Kansas City area as may be designated by the person authorized herein to call such meetings. Written notice of such meeting shall be mailed or emailed by the Secretary at least five (5) days and not more than fifteen (15) 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 at such meeting. The quorum for such a meeting shall be a majority of the board.

**Section 5. Voting.** Each regular or life 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.

**Section 6. Method of Notice.** Written notice shall be via the U. S. mail or via internet e-mail, provided that the member has signed an authorization agreeing to this method of communication.

## **ARTICLE IV-DIRECTORS AND OFFICERS**

**Section 1. Board of Directors.** The Board of Directors shall be a rotating board, composed of seven (7) members. The directors shall be elected for two (2) year terms except in filling vacancies. Four (4) directorships shall expire in odd-numbered years and three (3) directorships shall expire in even numbered years. General management of the Club's affairs shall be entrusted to the Board of Directors.

**Section 2. Delinquent Board Members.** Upon continued absence of any Board member from Board meeting or continued failure of any Board member to carry out assigned duties, the President shall write said Board member asking for better attendance and greater activity in assigned duties. Such a pledge must be submitted in writing to the President within ten (10) days. Further delinquency on the part of the Board member shall be considered grounds for the presentation of the case by the Board of Directors to the membership-at-large for the purpose of replacing the delinquent Board member. The continued absence of a Board member from three (3) successive Board meetings shall be considered evidence of delinquency.

**Section 3. Election of Officers.** The Directors shall elect all of the officers of the Club. The President and Vice President must be members of the board. This election shall immediately follow the election of new Directors by the members of Club. Officers are elected for a one-year term.

**Section 4. 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.

(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 the President in addition to those specified in these Constitution and By-Laws. The President or his/her designee shall be the Club's official delegate to the American Boxer Club, but shall be an instructed delegate.

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

(c) The Secretary shall have charge of club correspondence; keep a record of the meetings of the Club and of the Board of Directors and of all other matters of which a record shall be ordered. He/She shall have charge of notifying new members of their election to membership, notify Directors of their election to office and shall send notices of meetings to all members. He/She shall keep a roll of members of the Club with their addresses. Minutes of all meetings of the Club shall be sent to all members.

(d) The Treasurer shall collect and receive all moneys due the Club or belonging to the Club and receipt thereof. The Treasurer shall deposit the same in a bank satisfactory to the Board in the name of the Club. The Treasurer's 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. The Treasurer shall be bonded. The Treasurer's books shall be audited annually at the first meeting of the fiscal year.

**Section 5. Vacancies.** Any vacancies occurring on the board or among the offices 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; 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.

## **ARTICLE V – THE CLUB YEAR, ANNUAL MEETING, ELECTIONS**

**Section 1. Club Year.** The Club's fiscal year shall begin on January 1 through December 31. 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 of the club shall be held in the month of June, at which time Directors 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 and each retiring officer shall turn over to the successor in office all properties and records relating to that office within 30 days after the election.

**Section 3. Elections.** The candidates receiving the greatest number of votes shall be declared elected as Directors.

**Section 4. Nominations.** No person may be a candidate in a Club election who has not been nominated. The Board shall select by February 15<sup>th</sup>, a nomination committee consisting of three (3) members, not more than one of whom may be a member of the Board of Directors and all of whom shall have been a member of the Club in good standing for at least ninety (90) days. The Secretary shall immediately notify the committeemen of their selection. The Board shall name a Chairman for the Committee and it shall be his duty to call a committee meeting which shall be held within two weeks after the committee is notified of its selection and no later than April 1.

- (a) The Committee shall nominate at least two (2) more candidates than the total number of vacant directorships for the coming year plus such other nominations as may be necessary to fill un-expired terms of vacancies on the Board. The nominating committee shall ascertain if the nominations are acceptable to the persons nominated. Upon such verification, the nominations shall immediately be reported to the Secretary in writing.
- (b) The secretary shall notify the membership prior to the April/May meeting of all nominees selected by the nominating committee for the election to be held in June.
- (c) Additional nominations will be accepted from the floor at the April/May meeting, provided the prior acceptance of the nominee has been obtained. Nominations cannot be made at the annual meeting or in any manner other than as provided in this Article V, Section 4.

- (d) Any regular or life member in good standing may vote for membership to the Board of Directors, provided they have paid their dues for the ensuing year at or before the time of election and they have been elected to membership by the April/May meeting.
- (e) The ballot shall carry the information regarding the number of candidate(s) to be voted for including any un-expired vacancies, along with the term length of any un-expired vacancies for the coming club year. The candidates receiving the largest number of votes shall be elected to fill the expired term vacancies. Un-expired term vacancies shall be filled in order, by the remaining candidates having the highest number of votes. In case of a tie, the members present at the annual meeting shall cast a written vote.

## **ARTICLE VI – DUTIES OF THE BOARD AND OFFICERS**

**Section 1.** The duties of the Board of Directors and officers shall include the execution of such business as required herein concerning membership, elections, discipline, the conduct of shows, and such other business as is pertinent to the conduct of the Club.

## **ARTICLE VII – COMMITTEES**

**Section 1.** Each year the president may, with Board approval, appoint standing committees to advance the work of the Club in such matters as sanctioned matches, dog shows, obedience trials, agility trials, other performance events, trophies, annual prizes, membership and other fields which may be 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 aid it on particular projects.

**Section 2.** Any committee appointed may be terminated by 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.

**Section 3.** Suggestions for the position of judge(s) shall be solicited from the membership. The membership of the Club shall select the judges for the Specialty shows.

**Section 4.** The Show Secretary or chairperson of any show sponsored by the Club where Championship Points are awarded shall not exhibit or handle any dogs.

## **ARTICLE VIII – 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 a member for alleged misconduct prejudicial to the best interests of the Club or breed. Written charges with specifications must be filed in duplicate with the Secretary together with a deposit of Twenty Five Dollars (\$25.00), which shall be forfeited if such charges are not sustained by the Board following a hearing. The Secretary shall promptly send a copy of the charges to each member of the Board 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 interest of the Club or the Breed. If the board considers that the charges do not allege conduct which 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 not less than three (3) weeks nor more than six (6) weeks thereafter. The Secretary shall promptly send one (1) 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 Hearings.** 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 suspend the defendant from all privileges of the Club for not more than six (6) months from the date of the hearing and if it deems that punishment 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/her fellow members at the ensuing Club meeting

which considers the Board's recommendations. Immediately after the Board has reached a decision, its findings 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.

**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 proceeding may occur at a regular or special meeting of the Club to be held within sixty (60) days but not earlier than thirty (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 if he/she wishes. The members shall then vote by secret written ballot on the proposed expulsion. A 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.

#### **ARTICLE IX - 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 Secretary signed by twenty (20) percent 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 recommendations of the Board by the 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 vote of the members present and voting at any regular or special 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.

#### **ARTICLE X – DISSOLUTION**

**Section 1. Dissolution.** The Club may be dissolved at any time by written consent of not less than two-thirds of the members. In the event of the dissolution of the Club other than for purposes of reorganization 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, 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 XI – 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 the last meeting
- Report of the Board
- Report of the President
- Report of the Secretary
- Report of the Treasurer
- Report of the Committees
- Election of Directors (at annual meeting)
- Reading of applications for membership
- Election of new members
- Unfinished business
- Special program
- Adjournment

**Section 2.** At Meetings of the Board, the order of business unless otherwise directed by majority vote of those present shall be as follows:

- Reading of minutes of last meeting

Report of Secretary  
Report of Treasurer  
Report of Committees  
Unfinished Business  
New Business  
Adjournment

## **ARTICLE X11 – PARLIAMENTARY AUTHORITY**

**Section 1.** 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 By-Laws and any other special rules of order the Club may adopt.

## **ARTICLE X111 – BREED STANDARD AND CODE OF ETHICS**

**Section 1. Breed Standard.** The Standard for the Boxer breed adopted by the American Boxer Club, approved by the American Kennel Club, and in force at the time of adoption of these By-Laws will be the recognized breed Standard.

**Section 2. Code of Ethics.** The Code of Ethics adopted by the American Boxer Club, in force at the time of adoption of these By-Laws will be the recognized Code of Ethics of the Heart of America Boxer Club, Inc.

