

CONTACT ZONIES, LTD

Bylaws
Revised December 2010

ARTICLE I Name and Objectives

Section 1. Name. The name of the Club shall be Contact Zonies, Ltd.

Section 2. Purpose: The purposes of this Club shall be: (1) To promote, to train for, and to participate in the sport of dog agility; and (2) To promote good sportsmanship in the sport of dog agility, in training, fun events, at competitions, and in all other club activities.

Section 3. Governing Rules: This Club shall follow the rules and regulations as propounded by the United States Dog Agility Association (USDAA).

ARTICLE II Membership

Section 1 Membership Classes: There shall be at least two (2) classes of membership in the Club: Regular (Voting) Membership and Junior Membership.

- a. Regular Voting membership has the right to vote and requires that the person be over 18 years of age and current in the payment of the Club dues and any assessments. This includes both Family and Individual Memberships. A Family membership shall be limited to persons residing together. A Family membership shall be entitled to no more than two (2) votes.
- b. Junior Membership is open to persons under 18 years of age who are current in payment of dues and assessments. This is a nonvoting membership.
- c. The Board of Directors is empowered to establish additional membership classes or, with the consent of the Club membership, to establish additional qualifications for regular (voting) or Junior (non- voting) membership classes.
- d. All membership classes entitle the member to register and attend Contact Zonies agility training classes based on availability and with the consent of the instructor. Contact Zonies agility training classes are open to members only.

Section 2. Club Dues: The Board of Directors shall establish the amount of membership dues. Dues shall on or before the first day of June of each year. At least 30 days prior to the first day of June, the Membership Chair shall send to each Club member a statement of dues for the ensuing year (and to include any other assessments due and owing).

Section 3. Membership Application: Application for membership shall be on a form established by the Membership Chair. Upon completion of a membership application and payment of all the dues and assessments, the person or family shall be members of the club.

Section 4. Additional Membership Requirements: Each member of this Club agrees to be bound by the Club's Articles of Incorporation, Bylaws and Rules. Each member of this Club acknowledges the importance of every member's participation in the Club activities (including classes, demonstrations, and competitions) and agrees to assist in the Club activities.

Section 5. Termination: Membership in the Club shall be terminated by resignation, by non-payment of dues or assessments.

ARTICLE III OFFICERS/BOARD OF DIRECTORS

Section 1. Officers: The officers of this Club shall be President, Vice President, Secretary, Treasurer, Training Director, Events Director, Trial Director, Equipment Director, *Webmaster, Membership Chair, Class Registration Chair, and Site Coordinator*. These officers should make up the Board of Directors (see section 13). All officers are voting members and are expected to attend meeting.

Section 2. President: The duties of the President shall be to preside at the membership and Board of Directors meeting, other duties and powers normally appurtenant to the office of President and all powers established by these bylaws. The President shall be an ex-officio member of all committees.

Section 3. Vice President: The Vice President shall share in the duties of the President and exercise the powers of the President in case of the President's death, absence or incapacity. The vice president will take minutes at the regular membership meetings and at the Board of Directors meetings in the event of the Secretary's absence. The Vice President will also review the minutes prior to publication to the members. The Vice President will maintain and provide a list of the Club's library materials including but not limited to video and print, lending and tracking of all the materials and recommend library materials for purchase.

Section 4. Secretary: The duties of the Secretary shall be to take and distribute the minutes of the membership meetings and the Board of Directors meeting to all members; to maintain and keep current the corporate minute book, to prepare and file all reports of the Club required by law to be filed, to give notices required by these Bylaws, and all other duties normally appurtenant to the office of Secretary. The Secretary shall also be responsible for sunshine duties to include, but not limited to: sending cards on behalf of the club to members for various scenarios, (death in the family, new arrival, death of a pet, thank you etc)

Section 5. Treasurer: The duties of the Treasurer shall be to collect and receive all dues and other Club monies, to pay all Club liabilities, to maintain the Club's basic bank accounts, to maintain and keep current all financial books and records of the Club, to report at membership and Board of Directors meetings the Club's finances along with an itemized written report and all other duties normally appurtenant to the office of Treasurer.

Section 6. Training Director: The duties of the Training Director must be knowledgeable in the rules and requirements of USDAA. The Training Director shall also make sure agility classes are conducted under guidelines adopted by the membership, to assist student to prepare to show at any USDAA (or other agility) show or trial, develop lesson plans and be available to help instructors. The training director will have the authority to spend up to \$500 for training aids, educations, and equipment during the one year term without authorization, \$1000 with Board approval, and over \$1000 with Membership approval (2/3 majority vote of membership (of those present and voting at regularly scheduled meetings) shall be required.

Section 7. Equipment Director: The duties of Equipment Director shall be to coordinate the maintenance of all equipment to ensure it is safe and functional. This shall include the building or purchasing of new equipment, as well as the repair of existing equipment. All equipment except those pieces designated as "training equipment" shall meet NADAC and /or USDAA and/or AKC standards. The Chairman may designate a committee to assist.

Section 8. Trial Director: The duties of the Trial Director shall be to coordinate the competitive events and recognition of event workers as directed by the membership and/or Board of Directors. These events include 2 Contact Zonies USDAA agility trials and one AKC agility trial during the course of a one year term. The Trial Director can be split into 2 separate positions, on assuming responsibility for the 2 USDAA trials and the other for the AKC trail with separate benefits. The Director will receive a budget of \$100 for each USDAA trial to cover worker gifts and other non incidental items. The club will reimburse the Director or club representative for dinner expenses with the judges. Trial director duties shall include marshalling volunteer resources, acting as an agent for the Club, and facilitating successful conclusions to planned events.

Section 9. Events Director: The duties of the Events Director shall be to coordinate Fun Runs, demonstrations, social events and other events and seminars as directed by the membership and/or Board of Directors. These duties shall include marshalling volunteer resources, acting as an agent for the Club, and facilitate

successful conclusions to these events. The Events Director should coordinate social activities as well as educational activities to benefit the club membership. This should include teacher appreciation activities as well.

Section 10: Membership Chair: Duties include, but not limited to: keeps track of Club's membership, sends out list of names and addresses, phone numbers and email addresses to new members along with copies of the Club's bylaws.

Section 11: Class Registration Chair: The duties include giving notices of classes and collect monies for classes. The class registration chair should be readily available to answer question about the Club's activities and classes. The Class Registration Chair coordinates with the Training Director on class schedule and student placements.

Section 12: Public Relations Chair/Webmaster: Duties include, but not limited to: sending out promotional material of the Club as needed and maintain the Club's website. Duties include, but not limited to: producing and distributing the Club's newsletter a minimum of six (6) times a year to all members.

Section 13: Site Chair: Duties include, but not limited to: lawn, weed and sprinkler maintenance, general clean up. Includes stocking of restroom supplies, and clean up. Responsible for organizing and overseeing a minimum of one site clean up day during the one year term. Responsible for working with Melrose representative regarding and site issues and problems. The Site Chair has the authority to hire a handyman/maintenance person to maintain electrical systems and other skilled labor issues.

Section 14: Board of Directors: The Board of Directors (See Section 1) shall have those duties and power established by these Bylaws, by the Articles of Incorporation, and bylaw. The Board of Directors shall at all times act for the interest of the membership.

Section 15: Terms of Office: Officers and members of the Board of Directors shall serve one (1) year terms, commencing immediately after the elections are held during the May/ June membership meeting.

Section 16: Salaries: The Board of Directors are empowered to recommend to the Club members that a reasonable salary be paid to any Officer. A two thirds majority vote of the membership (of those present and voting at any regularly scheduled membership meeting) shall be required to authorize payment of any salary. All salaries must be reasonably related to the Officers expertise and the time expended on the Club's behalf.

Section 17: Other Elected Positions:

ARTICLE IV

Meetings

Section 1. Membership meetings: Regular membership meetings will be set by the membership and/or the Board of Directors with a minimum number of meetings to be six (6) times a year including the annual membership meeting to be held in June. Notice of the meeting and an agenda shall be provided to all Club members at least two (2) weeks prior to the meeting. At the annual membership meeting held in June, elections will be held for the Board of Directors Special membership meetings may be called by the President, the Board of Directors, or by at Least ten (10) percent of the then current voting members. Notice of a Special Membership meeting shall be given in the same manner as for a regular membership meeting.

Section 2. Board of Director Meetings: The Board of Directors may be called by the President, the Board of Directors, for important decisions which must be made and there is insufficient time to call a membership meeting. Notice of the meeting shall be provided to all Directors at least three (3) days prior to the meeting. The General Membership should be informed of the meeting and have the right to attend.

Section 3. Motions: 2/3 majority vote of the voting members present and voting at membership meetings is required to pass and approve any motion, unless other specified in the Articles of Incorporation or in these Bylaws. No voting by proxy is allowed.

Section 4. Quorum: The quorum in a membership meeting, should be at least 12 members or a board of Directors meeting shall be at least 5 members, if proper notice of the meeting was given.

Section 5. Telephonic/Electronic Vote: If, in the judgment of the President, exigent circumstances exist to make the holding of a regular or special Board of Directors meeting unreasonable, the President can conduct of vote of the members of the Board of Directors either by telephone or email. The President may use good faith efforts to contact all Board members. The President shall report all such votes at the next Board or membership meeting, whichever is held first, including which members were contacted, efforts made to contact Board members, a statement of the issue, and the results of the vote.

Section 6. Rights of Members: All Club members shall have the right to inspect the minutes of the membership or Board of Directors meeting as well as the Treasurer's report. Minutes of the Board of Directors and general membership meetings should be distributed via email within 2 weeks of meeting.

Section 7. Conduct of Meetings: Meetings shall be conducted under Roberts's Rules of Order, Newly Revised, unless otherwise provided by the Articles of Incorporation, these Bylaws, or by a vote of the membership.

a. Order of Business: An agenda will be distributed before the meeting using the following: Call to order, roll call, approval of minutes from the previous membership and/or Board of Directors meeting, reports by; President, Vice President, Treasurer, Trial Director, Events Director, Equipment Director, Training Director, Membership Chair, Class Registration, Public Relations /Webmaster, Site Coordinator, plus any existing committees, Old Business, New Business, Adjourn.

ARTICLE V Elections

Section 1. When Held: Election for the Board of Directors and other elected positions shall be held during the first membership meeting of the new member year, usually held in August. Distribution of Board position descriptions are to be sent to the general membership one month prior to (July) by the Membership Chair.

Section 2. Nominations: Nominations shall be made from the floor at the June membership meeting either by the nominee himself/herself or by a third person. If nominated by a third person the nominee must indicate acceptance of the nomination. If the nominee is not present, a written statement from the proposed candidate indicating acceptance of the nomination shall be submitted to the President (or his/her designee).

a. Nominations may only be made by a voting member in good standing of the Club. Candidates for a Board or other elected positions seat must be voting members of the Club.

b. If no one is nominated for a seat up for election, that seat shall be declared vacant and filled as a vacancy.

c. No more than *two (2)* members per family membership can be members of the Board of Directors at the same time.

Section 3. Procedures: Elections shall be by secret ballot. To be declared elected, a candidate must receive a simple majority (more than 50%) of those present at the scheduled general membership meeting. If no candidate for seat receives a majority of the votes, a run off election shall be held.

a. Three (3) members whose names are drawn at random from those non-candidate voting members present at the June meeting shall count the ballots. Upon completion of the election, and certification of the results by those three (3) persons, the President shall immediately announce the results.

Section 4. Vacancies: Vacancies shall be filled by a simple majority vote of the voting members of the Club present at the next regular membership meeting. If the designee is not present at the meeting, the designee must notify the President (or in his/her absence, the Secretary) of his/her acceptance.

- a. If the vacancy is for the office of the President, the Vice President shall serve as acting President until the new President is elected. If the offices of President and Vice President are both vacant, the Treasurer shall serve as acting President until the new President is elected.

Section 5. Limitation: No member shall serve more than one Board of Director position at one time.

ARTICLE VI Committees

Section 1. Committees: Ad Hoc or standing committees shall be established from time to time by the President, the Board of Directors and/or the membership. The chair of a committee shall be elected by the committee and/or members, subject to a veto by a single majority vote of the membership. The chairman need not be a member of the Board of Directors.

Section 2. Committee Reports: All committees shall report to the membership and Board of Directors at every membership meeting.

ARTICLE VII Miscellaneous

Section 1. Spending: The Board of Directors is empowered to expend the Club's funds either by a budget or by a special appropriation. No Club member may expend the Club's funds, nor dispose of, transfer, sell or encumber a Club asset without such approval by the membership or Board of Directors. \$1000 per year is allowed to be spent without membership approval. Expenditures over and above the yearly \$1000 must be voted on by the membership (2/3 majority of those present and voting) at the next general membership meeting shall be required.

Section 2. Assessments: The Board of Directors is empowered to set a special assessments to be collected from the Club members (individual and family) if such assessments are necessary to satisfy USDAA membership requirements or are necessary to ensure the continuation of Club activities. The total assessment to be collected from each member may not exceed \$20 in any single year. All assessments must be equitable for every Club member.

Section 3. Assets: Except for reimbursement of reasonable expenses or the payment of a salary properly authorized, no funds or assets of the Club shall be paid to its members without the approval of two-thirds vote of the membership. In no event shall any profit distribution, or any other payments, be made which would jeopardize the non-profit status of the corporation.

Section 4. Dissolution: The Club may be dissolved at any time by the written consent of not less than two thirds of all the voting members of the Club. In the event of dissolution, whether voluntary or involuntary, or by operation of the law, the property of the Club may be sold at auction only to Club members. After payment of debts, the profits, any remaining property assets shall be given to a nonprofit or charitable organization for the benefit of dogs as selected by a majority vote of the membership.

Section 5. Amendments: Amendment of these Bylaws or of the Articles of Incorporation shall be by a two thirds vote of the members present and voting. Notice of all proposed changes to these Bylaws or to the Articles of Incorporation shall be provide to all Club members at least two (2) weeks prior to the meeting at which the proposed amendments are to be voted on.