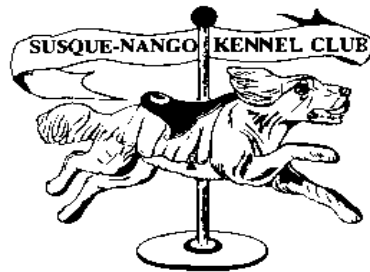


SUSQUE-NANGO KENNEL CLUB, INC.



CONSTITUTION AND BYLAWS

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CONSTITUTION

ARTICLE 1 - NAME AND OBJECTS

Section 1

The name of the Club shall be Susque-Nango Kennel Club, Incorporated.

Section 2

The purposes of the Club shall be:

(a) To further the advancement of all breeds of pure-bred dogs and to disseminate knowledge of the same.

(b) To conduct dog shows, obedience trials, sanctioned matches, and any other performance events under the rules and regulations of the American Kennel Club.

(c) To devote all profits accruing to the Club to the above purposes or to make specific bequests only upon recommendation of the Board of Directors to such charitable or civic organizations as shall be approved by the majority vote of those in attendance and voting at a Club meeting.

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 bylaws as may be required to carry out these objects.

BYLAWS

ARTICLE I - MEMBERSHIP

Section 1 - Eligibility

There shall be (4) types of membership open to all persons who are in good standing with the American Kennel Club and who subscribe to the purposes of this club.

Full members - Open to persons 18 years of age and older and are in good standing with the American Kennel Club. Enjoys all the privileges of the club including the right to vote and hold office.

Lifetime members - For individuals who have been members for a long period of time and are in good standing with the American Kennel Club. Lifetime members pay no dues but are eligible to vote and hold office. A recommendation for Life Membership is given by the Board of Directors to the membership. The membership votes to approve Life Memberships recommended by the Board.

Junior members - Open to persons 10 - 17 years of age and are in good standing with the American Kennel Club. Junior members cannot vote or hold office and may convert to regular membership upon reaching their 18th birthday.

Associate member - Open to persons 18 years of age and older and are in good standing with the American Kennel Club. The Associate member will receive the club Newsletter as the only privilege of membership. Associate members cannot vote or hold office.

While membership is unrestricted as to residence, the club's primary purpose is to be representative of the breeders and exhibitors in its immediate area.

Section 2 - Dues

Membership dues shall be \$20.00 for Full and \$5.00 for Junior and Associate memberships to join the Club which includes the current year's dues. Dues shall remain at \$20.00/\$5.00 per year thereafter. Dues for any additional full member residing in the same house, under the same address, are \$10.00 per individual and will remain so per year thereafter until such time that the additional full member moves from the present address. Dues can be raised to a maximum of \$50.00 by a majority vote of the general membership.

During the month of November, the Treasurer shall send to each member a statement of dues for the ensuing year.

Dues shall be paid by the start of the fiscal year (January 1) so it is clear who has paid dues for the year at the next annual meeting (December).

Section 3 - Election to Membership

Each applicant for membership shall apply on a form as approved by the Board of Directors and which shall provide that the applicant agrees to abide by these Constitution and Bylaws and the rules of the American Kennel Club. All applicants are required to attend three meetings of the Club prior to consideration for election to membership. A copy of the Bylaws shall be made available to the applicant.

The application shall state: Name, address, telephone number and shall have provision for the listing of information which shall be of value to the Club.

The application shall carry the endorsement of two members in good standing with the Club. Accompanying the application, the prospective member shall submit dues payment for the current year.

The Board of Directors shall review all applications for membership at its next meeting following publication of the applicant's name in the newsletter. If further consideration is deemed necessary, an application may be held over until the next regular Board meeting for processing. The recommendations of the Board of Directors shall be read to the membership no later than the second regular Club meeting following review of an application by the board. The applicant will be presented to the membership to be voted on by secret ballot by the board. Affirmative votes of two thirds of the members present and voting shall be required to elect the applicant to membership. Applicants for membership who have been rejected by the Club may not re-apply within six months after such rejection.

Section 4 - Termination of Membership

Termination of Membership - Memberships may be terminated:

(a) by RESIGNATION - any member in good standing may resign from the Club upon written notice to the Recording Secretary; but no member may resign while in debt to the Club. Dues obligations are considered a debt to the Club incurred on the first day of each fiscal year.

Members severing relations with the Club shall not be entitled to any refund of dues paid for that year.

(b) by 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. In no case, may a person be entitled to vote at any 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 VI of these Constitution and Bylaws.

ARTICLE II - MEETING

Section 1 - Club Meetings

Club Meetings - Meetings of the Club shall be held in the County of Broome each month except January and February, unless otherwise ordered by the Board of Directors by reason of emergency, or if such meetings conflict with a generally observed holiday.

Meetings will be held at such hour and place as may be designated by the Board of Directors. Official notice of regular meetings shall be sent by mail or e-mail, 10 days prior to the date of the meeting by the Corresponding Secretary or designee. The monthly Newsletter shall be sent by e-mail or by mail if the member so requests. The quorum for such meeting shall be 20% of the members in good standing. In computing a quorum, only Full and Life members are included.

Section 2 - Special Club Meetings

Special Club Meetings - Special Club Meetings may be called by the President, or by a majority vote of the members of the Board who are present and voting at any regular or special meeting of the Board, or by the Corresponding Secretary upon receipt of a petition signed by five (5) members of the Club who are in good standing. Such special meetings shall be held in the County of Broome and at such hour and place as may be designated by the person or persons authorized herein to call such meetings. Written notice of such meetings shall be e-mailed or mailed by the Corresponding Secretary or designee 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 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

Board Meetings - Meetings of the Board of Directors shall be held in the County of Broome and at such hour and place as may be designated by the Board each month except January and February, unless otherwise ordered by the Chairman. Written notice of such meetings shall be e-mailed or mailed by the Corresponding Secretary or designee 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. Meetings may be conducted in person, by videoconference or teleconference. All members of the board must have access to the technology used. Authentication procedures for each board member should be in place to ensure that those people are who they state they are.

Section 4 - Special Board Meetings

Special Board Meetings - Special meetings of the Board may be called by the Chairman or by the secretary of the Board upon receipt of a written request signed by at least three (3) members of the

Board. Such special meetings shall be held in the County of Broome and at such hour and place as may be designated by the person authorized herein to call such a meeting. Written notice of such meeting shall be e-mailed or mailed by the Secretary of the Board at least five (5) days and not more than ten (10) 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 thereat. A quorum for such a meeting shall be a majority of the Board.

Section 5 - Voting

Each 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 the member is present. Proxy voting will not be permitted at any club meeting or election.

ARTICLE III - DIRECTORS AND OFFICERS

Section 1 - Board of Directors

Board of Directors - The Board shall be comprised of the officers: President, First Vice-President, Second Vice-President, Treasurer, Corresponding Secretary, Recording Secretary and three other persons all of whom shall be members in good standing. The elected Board Members shall be elected for one-year terms at the Club's annual meeting as provided in Article IV. General management of the Club's affairs shall be entrusted to the Board of Directors.

Section 2 - Officers

Officers - The officers of the Club shall be President, First Vice-President, Second Vice-President, Recording Secretary, Corresponding Secretary, and Treasurer. They shall be elected at the Annual Meeting and shall serve in their respective capacities for one (1) year.

Section 3 - Duties of Officers

Duties of Officers

(a) The PRESIDENT shall preside at all meetings of the Club and shall have the duties and powers normally appurtenant to the office in addition to those particularly specified by these Bylaws.

(b) The VICE-PRESIDENT shall perform the duties incidental to their office as such other duties as may be designated by the President or the Bylaws.

The FIRST VICE-PRESIDENT shall perform the duties of the President in the absence of the President. In the case of vacancy in the office of the President, the First Vice-President shall succeed to that office until the next Annual Meeting. The First Vice-President shall maintain a list of all membership good standing showing their addresses and phone numbers.

The SECOND VICE-PRESIDENT shall perform the duties of the President in the absence of both the President and First Vice-President. The Second Vice-President shall succeed to the office of President the event of vacancies in both the President and First Vice-President offices.

(c) The RECORDING SECRETARY shall keep a record of all meetings of the Club and all matters of which a record shall be ordered by the Club.

(d) The CORRESPONDING SECRETARY shall be responsible for all correspondence to and from the Club.

(e) The TREASURER shall receive all monies belonging to the Club giving receipts for same. Moneys shall be deposited in a bank, satisfactory to the Board of Directors, in the name of the Club. The books shall be at all times be open to the Board of Directors for inspection. The books shall be audited annually, by the Board of Directors who constitute the Finance Committee. The Treasurer shall pay all bills by check. The Treasurer shall, at the Annual Meeting, render to the Club an account of all monies received and expended during the previous year. The Treasurer shall be bonded and premium of bond paid by the Club. The Treasurer shall notify all members that annual dues are payable and shall be charged with collecting all dues, giving receipts for same.

(f) The AKC DELEGATE shall represent the Club at all Delegate meetings. The Delegate is elected by the membership at the annual meeting to serve a two year term.

Section 4 - Vacancies

Any vacancies occurring on the Board or among the offices during the year shall be filled until the next election by a majority vote of all the then members of the Board at its first regular meeting following the creation of the 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 First Vice-President and the resulting vacancy in the office of First Vice-President shall be filled by the Board.

ARTICLE IV - THE CLUB YEAR, ANNUAL MEETING, ELECTIONS

Section 1 - Club Year

Club Year - The Club's fiscal year shall begin on the first day of January and end on the 31st 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

Annual Meeting - The Annual Meeting shall be held in the month of December at which Directors and Officers for the ensuing year shall be elected by secret ballot from among those nominated in accordance with Section 3 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 election.

Section 3 - Elections

Elections - The nominated candidate receiving the greatest number of votes for each office shall be declared elected. The nominated candidates for positions on the Board who receive the greatest number of votes for such positions shall be declared elected.

Section 4 - Nominations

Nomination - No person may be a candidate in a Club election who has not been nominated. At the September meeting, the Board shall appoint the nominating committee, consisting of five members, not more than one of whom may be a member of the Board. The Board shall name a chairman for the committee and it shall be his or her duty to call a committee meeting on or before October 15.

(a) The Committee shall nominate one candidate for each of the Offices and Board positions outlined in Article IV.

(b) The Committee shall immediately notify the Corresponding Secretary of their nominations and the Corresponding Secretary or designee shall be responsible for notifying those nominated. Any person so nominated who refuses to be a candidate for the position nominated shall notify the

Corresponding Secretary prior to two weeks before the November meeting. The Secretary shall, at least ten days before the November meeting notify each member in writing of the candidates so nominated.

(c) Additional nominations may be made at the November meeting by any member in attendance provided that the person so nominated does not decline when his or her name is proposed and provided further, that if the proposed candidate is not in attendance at this meeting, the proposer shall present to the Corresponding Secretary a written statement from the proposed candidate signifying his or her willingness to be a candidate.

(d) Nominations cannot be made at the Annual Meeting or in any other manner than as provided in this Section.

Section 5 - Election of Delegate to the American Kennel Club

Election of Delegate to the American Kennel Club - The Delegate to the American Kennel Club is not considered a member of the Board, but an Officer of the Club and shall be elected and take office every other year. The AKC Delegate shall be nominated, elected and take office in accordance with Sections 2, 3, 4 of Article III. The Delegate may simultaneously serve/run for any other office of the Club.

ARTICLE V - COMMITTEES

Section 1

The Board may each year appoint standing committees to advance the work of the Club in such matters as dog shows, obedience trials, trophies, annual prizes, membership and other fields which may well be served by committees. Such committees shall always be subject to the final authority of the Board to aid it on particular projects.

Section 2 - Termination of Committee Appointment

Any committee appointment may be terminated by a 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.

ARTICLE VI - DISCIPLINE

Section 1 - A.K.C. Suspension

American Kennel Club Suspension - Any member who is suspended from all privileges of the American Kennel Club automatically shall be suspended from the privileges of the Club for a like period.

Section 2 - Charges

Charges - Any member may prefer charges against a member for alleged misconduct prejudicial to the best interests of the Club. Written charges with specifications must be filed in duplicate with the Corresponding Secretary together with a deposit of \$ 50.00 which shall be forfeited if such charges are not sustained by the Board following a hearing. The Corresponding 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 interests of the Club. 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 of the charges. If the Board does consider the charges, it shall fix a date of a hearing by the Board not less than 3 weeks, nor more than 6 weeks thereafter. The Corresponding 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 or her own defense and bring witnesses if desired.

Section 3 - Board Hearing

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 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 or her fellow members at the ensuing 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 Corresponding Secretary, in turn, shall notify each of the parties of the Board's decision and penalty, if any.

Section 4 - Expulsion

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 proceedings may occur at a regular or 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 or her own behalf, though no evidence shall be taken at this meeting. The President shall read the charges and the Board's findings and invite the defendant, if present, to speak in his or her own behalf, if desired. 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 the expulsion is not so voted, the Board's suspension shall stand.

ARTICLE VII - AMENDMENTS

Section 1

Amendments to the constitution and bylaws may be proposed by the board of directors or by written petition addressed to the Corresponding Secretary, signed by 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 within three months of the date when the petition was received by the Corresponding Secretary.

Section 2

The constitution and bylaws may be amended by 2/3 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 ten days prior to the date of the meeting.”

Section 3

No amendments to the Constitution and Bylaws that is adopted by the Club shall become effective until it has been approved by the Board of Directors of the American Kennel Club.

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 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 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 IX - 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:

ATTENDANCE BOOK shall be presented for all Club members and guests to sign

ROLL CALL (of the officers)

MINUTES OF THE LAST MEETING (Recording Secretary)

REPORT OF THE BOARD (Secretary of the Board)

REPORT OF THE PRESIDENT

REPORT OF THE CORRESPONDING SECRETARY

REPORT OF THE TREASURER

REPORTS OF THE COMMITTEES

ELECTION OF OFFICERS AND BOARD (At Annual Meeting)

ELECTION OF NEW MEMBERS

UNFINISHED BUSINESS

NEW BUSINESS

ADJOURNMENT

Section 2

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

READING OF THE MINUTES OF THE LAST MEETING
REPORT OF THE SECRETARY
REPORT OF THE TREASURER
REPORTS OF THE COMMITTEES
CONSIDERATION OF NEW MEMBER APPLICATIONS
UNFINISHED BUSINESS
NEW BUSINESS
ADJOURNMENT

ARTICLE X - PARLIAMENTARY AUTHORITY

Section 1- Rules of Procedure

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.

Revised 2009 Bylaws Committee:
Michele Hermann, Laura Trainor
Approved by AKC: