

HURRICANE RIDGE KENNEL CLUB OF WA, INC.

CONSTITUTION AND BYLAWS

ARTICLE I

Name and Purpose

Section 1: The name of the Club shall be the “Hurricane Ridge Kennel Club of WA, Inc.,” also referred to as HRKC or the Club.

Section 2: The purpose of the Club shall be:

- a. to further the advancement of all breeds of purebred dogs (all-breed clubs);
- b. to do all in its power to protect and advance the interests of

- dog shows
- obedience trials
- agility trials

and to encourage sportsmanlike competition at such events;

- c. and to conduct

- sanctioned matches
- dog shows
- obedience trials
- agility trials
- and any other event for which the Club is eligible under the Rules and Regulations of The American Kennel Club.

Section 3: The HRKC 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 revise such bylaws as may be required to carry out these objectives as outlined in Article VIII, “Amendments.”

Section 5: These Bylaws are subject to and governed by the Washington Nonprofit Corporation Act (Chapter 24.03A of the Revised Code of Washington) and the Articles of Incorporation of the Hurricane Ridge Kennel Club of WA, Inc. In the event of a direct conflict between the provisions of these bylaws and the mandatory provisions of the Washington Nonprofit Corporation Act, the laws of the state of Washington will be controlling.

ARTICLE II Membership

Section 1: Eligibility. There shall be three membership categories: individual, household, and associate open to those persons in good standing with The American Kennel Club and who subscribe to the purposes of this Club.

- a. Individual: open to persons 18 years of age and older. One vote.
- b. Household: open to two persons residing at the same mailing address, 18 years of age or older, and may include dependents, i.e., persons under 18 years of age. Two adult votes.
- c. Associate: open to all persons who wish a supportive role with HRKC. Non-voting.

Section 2. Dues. The HRKC membership dues shall be decided in vote of the members present and voting at any regular or special meeting called for that purpose provided that any proposed changes in dues be included in the notice of the meeting and sent to each member at least 10 days prior to the date of the meeting. Dues are payable on or before the 10th day of January of each year. No member may vote whose dues are not paid for the current year. During the month of November, the Membership Chair shall send each member a statement of dues for the ensuing year.

- a. Any person joining HRKC in November or December shall be considered as having paid dues for the next year.
- b. Should a member wish to change from non-voting to a voting membership, they may do so by paying the additional dues and by following the procedure outlined in Article II, Section 3, Election to Membership.
- c. Should a member wish to change from a voting to non-voting (Associate) membership, they may do so by contacting the Membership Chair in writing. No dues will be refunded.

Section 3. Election to Membership. Each applicant for membership shall complete and submit a membership application approved by the Board of Directors. This application provides that the applicant agrees to abide by the HRKC Constitution and Bylaws and 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. Accompanying the application the prospective member shall submit dues for the current year in accordance with Article II, Section 2.

- a. Each applicant shall have attended at least one Club meeting before applying for membership. Applications are to be submitted to the Membership Chair. The Membership Chair will then send the applicant's information to the membership.
- b. The applicant shall attend two Club meetings (excluding the annual picnic and holiday party) within four months before the application shall

be voted upon. Each membership application shall be voted upon at the next meeting of the membership. The applicant shall not be present during the vote. An affirmative vote of two-thirds of eligible members present and voting shall be required to grant membership.

- c. Applicants for membership who have been rejected by the Club may not re-apply within six months after such rejections.

Section 4. Attendance. Members are required to attend three meetings per calendar year, excluding the Club picnic and the Holiday party.

- a. If a member is unable to attend three meetings per year, their membership will remain in good standing
- b. However, their Individual or Household membership classification will change to Associate (non-voting)

This attendance requirement is necessary to ensure HRKC has the mandatory quorum required for voting.

Section 5. Termination of Membership. Memberships may be terminated in accordance with Washington state law.

- a. By resignation. Any member in good standing may resign from the HRKC upon written notice to the Secretary. The resignation of a member does not relieve the member from any obligations incurred (including debt or dues) or commitments made before resignation.
- b. By lapsing. Membership will be considered lapsed and automatically terminated if the member's dues remain unpaid 60 days, i.e., on March 10th. 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 VII, Section 4, of these By-Laws.
- d. Any member who is suspended from any of the privileges of The American Kennel Club automatically shall be suspended from the privileges of this Club for a like period.

ARTICLE III Meetings

Section 1. Annual Meeting. The annual meetings of the Club shall be held in December in the Sequim, Port Angeles area or within Clallam – Jefferson Counties, at such place, date, and time as designated by the Board or by methods in accordance with Washington state law such as electronic, virtual, or teleconference. Officers and Directors for the ensuing year shall be elected from among those nominated in accordance with Article V, Section 3 and shall take office according to Article V, Section 1. The quorum for the Annual Meeting shall be 20% of the members in good standing.

Section 2. Club Meeting. Meetings of the Club shall be held in the Sequim, Port Angeles area, or within the greater Clallam – Jefferson Counties. Meetings are to be held on the third Wednesday of each month, at such time and place as may be designated by the Board of Directors or by methods in accordance with Washington state law such as electronic, virtual, or teleconference. Notice of such meeting shall be sent by the Secretary, after approval by the President and/or Vice-President, and at least ten (10) days prior to the date of the meeting, according to Article III, Section 6. Said notice shall state the date, time, place, and, in some cases, the purpose of the meeting. The quorum for such meetings shall be 20% of the members in good standing.

Section 3. Special Club Meeting. 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 meetings of the Board, or by the Secretary upon receipt of a petition signed by five (5) members of HRKC who are in good standing. Such meetings shall be held in the Sequim-Port Angeles area, or within Clallam-Jefferson Counties at such place, date, and time as may be designated by the person(s) authorized to call such meetings. Notice of such meeting shall be sent by the Secretary at least ten (10) days and not more than 15 days prior to the date of the meeting, according to Article III, Section 6. Said notice shall state the date, time, place, and purpose of the meeting. No other Club business may be transacted. The quorum for such meeting shall be 20% of the members in good standing.

Section 4. Board Meeting. Meetings of the Board of Directors shall be held bi-monthly in the Sequim-Port Angeles area, or within Clallam-Jefferson Counties on the second Wednesday at such time and place as may be designated by the Board or by methods in accordance with Washington state law such as electronic, virtual, or teleconference. Notice of each such meeting shall be sent by the Secretary at least five (5) days prior to the date of the meeting according to Article III, Section 6. Said notice shall state the date, time, place, and, in some cases, the purpose of the meeting. The quorum for such meeting shall be a majority of the Board.

Section 5. Special Board Meeting. Special meetings of the Board may be called by the President or the Secretary upon receipt of a written request signed by at least three (3) members of the Board. Such special meetings shall be held in the Sequim-Port Angeles area, or within Clallam-Jefferson Counties, or by methods in accordance with Washington state law such as electronic, virtual, or teleconference at such place, date, and time as may be designated by the person authorized to call such meeting. Notice of such meetings shall be sent by the Secretary at least five (5) days and not more than ten (10) days prior to the date of the meeting, according to Article III, Section 6. Any such notice shall state the date, time, place, and purpose of the meeting, and no other business shall be transacted. The quorum for such meeting shall be a majority of the Board.

Section 6. Notification of Meetings. The HRKC may send members notifications of club meetings, ballots, dues notices, minutes, newsletters, and other communication and board members notification of board meetings via electronic means, provided that:

- a. The member or board member has not revoked the HRKC's express or implied authorization to deliver notices or communications by electronic transmission to members as allowed in the Revised Code of Washington.
- b. Any time the term "mail," "send," or "written notice" is used, unless specifically stated otherwise, shall be considered to be electronic unless authorization has been revoked in which case notification will be by United States postal mail.

ARTICLE IV Board of Directors and Officers

Section 1. Board of Directors. The Board shall be comprised of the President, Vice President, Secretary, Treasurer, and three Board Members-at-Large. All shall be elected for a two-year term, shall serve not more than two (2) consecutive terms, and shall serve until their successors are elected. Said election will be held at the HRKC Annual Meeting as provided in Article III, Section 1. General management of the Club's affairs is entrusted to the Board of Directors.

To implement staggered terms for directors and provide continuity, the following shall apply:

In 2025, the President and Treasurer are elected to a two-year term, and the Vice-President and Secretary to one-year terms. In 2026, the Vice-President and Secretary will be elected to a two-year term. The membership shall also elect three (3) Directors to serve two-year terms. Two Directors shall be elected to a two-year term in 2025 and the third Director shall be elected to a one-year term. In 2026 the third Director shall be elected to a two-year term.

Section 2. Officers. The Club's Officers, consisting of the President, Vice President, Secretary, and Treasurer, shall serve in their respective capacities both regarding the Club and its meetings and the Board and its meetings.

- a. President. The President shall preside at all meetings of the Club and of the Board and shall have the duties normally pertaining to the office of the President in addition to those particularly specified in these Bylaws. The President shall vote in the event of a tie.
- b. Vice President. The Vice President shall have the duties and exercise the powers of the President in case of the President's absence, incapacity or death.
- c. Secretary. The Secretary shall have charge of the correspondence, notification of meetings, notification of Board of Directors of their election to office, and the written records of all minutes of all meetings of the Club and Board of Directors; and shall carry out such other duties as prescribed in these Bylaws.

- d. Treasurer. The Treasurer shall collect and receive all moneys due or belonging to the Club and shall deposit same in a bank approved by the Board, in the name of the Club. All checks issued by the Treasurer must carry two approved signatures, that of the Treasurer and the President, or a Board member designated by the President. Both signatures must be authorized by the Bank. The Treasurer's books shall always be open to inspection of the Board and the treasurer shall present a written report at every Board and Club meeting the condition of the HRKC 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 fiscal year. The Treasurer's account shall be audited within two weeks following any election for treasurer, by a committee of two persons designated by the Board as the Auditing Committee.
- e. Board Member-At Large. Three (3) Board Members-At-Large shall serve as members of the Board of Directors for a term of two years.

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 current members of the Board; except that a vacancy in the Office of President shall be automatically filled by the Vice President, and the resulting vacancy in the office of Vice President shall be filled by the Board.

ARTICLE V

The Club Year, Voting, Nominations, and Elections

Section 1. Club Year. The Club's fiscal year and the office year shall begin on the first day of January and end the last day of December. The elected officers and directors shall take office at the Annual Meeting held in December and each retiring officer shall turn over his successor in office all properties and records relating to that office within 30 days after taking office.

Section 2. Voting. At the Annual, Regular or Special Club and Board meetings, voting shall be limited to those members in good standing who are present at the meeting. Voting by proxy shall not be permitted at any Club meeting or election. The Board of Directors may decide to submit specific questions for decision of the members in accordance with Article III. Section 6.

Section 3. Nominations. No person may be a candidate in a Club election who has not been nominated in accordance with these Bylaws. A Nominating Committee shall be chosen by the Board of Directors at the October meeting. The Committee shall consist of three (3) members and two (2) alternates, all members in good standing, no more than one of whom shall be a member of the current Board of Directors. The Board shall name a chairperson for the committee, and it shall be the chairperson's duty to call a committee meeting which shall be held before the November general meeting. The Secretary shall immediately notify committee members and alternatives of their selection.

- a. The Nominating Committee shall nominate from among the eligible members of the Club, one candidate for each office and position on the Board and shall procure the acceptance of each nominee so chosen. The committee shall submit its slate of candidates to the Secretary who shall ~~mail~~ send the list including the full name of each candidate to each member of HRKC one week to ten days prior to the December meeting.
- b. Additional nominations of eligible members may be made by written petition or from the floor according to Robert's Rules of Order at the December meeting by any member in good standing. The acceptance of those so nominated must be procured prior to adding their names to the slate of candidates and conducting elections in accordance with Section 4.
- c. If no valid additional nominations are received at the December meeting, the Nominating Committee's slate shall be declared elected, and no balloting will be required at the Annual meeting.
- d. No person shall be a candidate for more than one position.

Section 4. Elections. The election shall be conducted by the Nominating Committee Chairperson and committee members by secret ballot. A simple majority is needed to elect. The tally and ballot shall remain secret. At no time shall the actual count of votes be disclosed under penalty of Board discipline.

ARTICLE VI 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. Special committees may also be appointed by the Board to aid it on projects.

Section 2. Any committee appointment may be terminated by a majority vote of the full membership of the Board upon notice sent to the appointee; and the Board may appoint successors to those persons whose service has been terminated.

ARTICLE VII Discipline [In accordance with the Revised Code of Washington]

Section 1. American Kennel Club Suspension. Any member who is suspended from any of the privileges of The American Kennel Club shall automatically 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. Written charges with specification must be filed in duplicate with the Secretary together with a deposit of \$50.00 which shall be forfeited if such charges are not sustained by the Board or a Committee 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. If the Board concludes 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 by the Board or a Committee not less than three (3) weeks nor more that six (6) weeks thereafter. The 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 own defense and bring witnesses if he chooses.

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 or committee 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 is insufficient, the Board or Committee 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 Club which considers the recommendation of the Board or Committee. Immediately after the Board or Committee 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 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 recommendation of the Board or Committee 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 recommendation has been made for expulsion. The defendant shall have the privilege of appearing on his own behalf though no evidence shall be taken at this meeting. The President shall read the charges and the Board or Committee's findings and recommendations and shall invite the defendant, if present, to speak ~~in~~ on his own behalf if he chooses. The members present 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 suspension shall stand.

ARTICLE VIII
Amendments

Section 1. Amendments to the Constitution and Bylaws may be proposed by the Board of Directors or by written petition addressed to the Secretary signed by twenty percent (20%) 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 60 days of the date when the petition was received by the Secretary.

Section 2. The Constitution and Bylaws may be amended by a two-thirds secret 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 sent to each member at least two (2) weeks prior to the date of the meeting, according to Article III, Section 6.

Section 3. The HRKC is a licensed club which means that club's bylaw amendments become effective once affirmatively voted on by the membership in accordance with the Bylaws Article VIII Amendments.

ARTICLE IX
Dissolution

Section 1. Dissolution. The Club may be dissolved at any time by the written consent of not less than two-thirds of the members in good standing and in accordance with Washington state law. 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 payments 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 X
Order of Business

Section 1. Club Meetings. 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 President
- Reports of Secretary
- Report of Treasurer
- Report of Committees
- Election of Officers and Board (at Annual Meeting)
- Election of New Members

Unfinished Business
New Business
Adjournment

Section 2. Board Meetings. The order of business, unless otherwise specified by majority vote of those present, shall be as follows:

Reading of the minutes of last meeting
Report of Secretary
Report of Treasurer
Report of Committees
Unfinished business
New business
Adjournment

ARTICLE XI
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 Bylaws and any other special rules of order the club may adopt.