

BLUE RIDGE AGILITY CLUB BY-LAWS
Amended as of September 18, 2024

ARTICLE I. NAME AND OBJECTIVES

Section 1. The name of this organization shall be the Blue Ridge Agility Club (the “Club”) and its founding date shall be January 1, 1992.

Section 2. The purposes of this Club are as follows:

A. To foster and promote in all ways possible the growth of dog agility sports, and any other event for which the Club is eligible under the Rules and Regulations of the American Kennel Club (AKC), for all dogs.

B. To serve as communication between all agility enthusiasts in the Western Carolinas.

C. To teach and encourage safety, sportsmanlike conduct, and positive training on all levels of agility, and any other event for which the Club is eligible under the Rules and Regulations of the American Kennel Club (AKC), by holding clinics and agility, or other eligible event, competitions whenever feasible. If the Club holds only one competition in a year, it shall be one that is open to all dogs.

D. To educate the public about the sport of agility and the importance of responsible dog ownership and training.

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, individual or entity.

Section 4. All sanctioned and licensed agility, and other eligible event, trials shall be held under the rules of the sanctioning or licensing organization, including but not limited to, the American Kennel Club (AKC), UK Agility International (UKI), U.S. Dog Agility Association (USDAA), Australian Shepherd Club of America (ASCA), United Kennel Club (UKC), and North American Dog Agility Council (NADAC).

Section 5. The members of the Club in accordance with Article IX of the By-Laws may from time to time amend the Blue Ridge Agility Club By-Laws (the “By-Laws”) as may be required to carry out these objectives.

ARTICLE II. MEMBERSHIP

Section 1. Classes of Membership:

A. Regular membership: Any person 18 and older who subscribes to the purposes of this Club shall be eligible to apply for membership. While membership is to be

unrestricted as to residence, the Club's primary objective is to be representative of the exhibitors in its immediate area. Regular members in good standing shall enjoy all Club privileges including the right to vote and hold office.

B. Household membership: This membership entitles two members of the household who are over 18 years of age and in good standing to vote and hold office.

C. Junior membership: Any persons under age 18 who demonstrate their interest and desire to learn the sport of agility may be eligible for junior membership in the Club. Junior members will hold no office nor have a vote. Upon reaching 18 years of age, a junior member may become a regular member upon payment of dues.

Junior members will pay one half the fee of a regular membership.

Section 2. Dues:

A. Membership dues for the upcoming year shall be determined by the Board of Directors of the Club (the "Board") at the Annual Fall General Meeting if necessary. Dues shall be payable on or before the first of January of each year. The dues of new members who join during the year shall be prorated. Dues notices shall be sent by the most expeditious format available at the time by the secretary at least 30 days prior to the payable date. Dues are due on January 1. Dues notices of the Club should be sent no later than November 30.

B. All members who have paid dues for the Club year are considered to be in good standing and are eligible to vote at any meeting and enjoy all Club privileges.

Section 3. Membership Application:

Each applicant for membership shall apply on a form as approved by the Board and which shall provide that the applicant agrees to abide by the constitution and By-Laws and policies of the Club. Members also should agree to abide by the rules of the AKC, UKI, USDAA, NADAC, and other dog agility, or other eligible activity, organizations through which this Club holds sanctioned and licensed trials. The application shall state the name and address of the applicant. Accompanying the application, the prospective member shall submit dues payment for the current year. Membership applications shall be reviewed and approved by the treasurer.

Section 4. Membership Termination.

Memberships may be terminated:

A. By resignation: Any member in good standing may resign from the Club upon written notice to the secretary of the Club, but no member may resign when in debt to the Club. Dues obligations are considered a debt to the Club, and they are incurred on the first day of the year.

B. By lapsing: A membership will be considered as lapsed and automatically terminated

if such member's dues remain unpaid 30 days after the first day of the 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 membership may be terminated by expulsion as provided in Article VIII of these By-Laws.

Section 5. Discrimination:

The Club does not and shall not discriminate for any reason, including but not limited to: race, color, religion (creed), gender, gender expression, age, national origin (ancestry), disability, marital status, sexual orientation, or military status in any of its activities or operations. These activities include, but are not limited to, the appointment to and termination from the Board, approval of membership applications, selection of volunteers, selection of vendors, and providing of services.

ARTICLE III. OFFICERS AND BOARD OF DIRECTORS

Section 1. Board Composition:

The Board shall consist of the Club's current president, vice president, secretary, treasurer, the immediate past president, and two members at large, all of whom shall be members in good standing and all of whom except the past president shall be elected for two-year terms at the Club's Annual Fall General Meeting as provided in Article IV, and shall serve until their successors are elected. The Board shall make recommendations to the membership regarding Club activities and policies.

Section 2. Duties of Officers and Board Members:

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. President: The president shall preside at all meetings of the Club and of the Board and shall have the duties and powers normally related to the office of president in addition to those particularly specified in these By-Laws.

B. Vice-President: The vice president shall exercise the duties of the president in the event of the president's absence or inability to serve.

C. Secretary: The secretary shall keep a record of all meetings of the Club and of the Board; shall notify officers and Board members of their election to office; have charge of correspondence; notify members of meetings; and shall carry out such other duties as are prescribed in these By-Laws.

D. Treasurer: The treasurer shall pay all bills and account for all dues and other monies due or belonging to the Club. All such monies shall be deposited in a bank satisfactory to the Board, in the name of the Club. The treasurer shall prepare reports for each meeting of the Board; and shall make a detailed report semi-annually of the financial condition of the Club, showing its expenditures and receipts for the current year, the number of members and other matters of interest to the Club. The treasurer may be bonded in the amount as the board may determine and shall submit any or all records for audit at the request of the Board. A review audit of the Club's financials shall be completed by a professional accountant once per year.

Section 3. Term of Office:

The officers and Board shall take office at the Annual Fall General meeting and shall serve for a term of two years, or until their successors are elected. No person may hold the same office for more than two successive terms, except for the treasurer, who may hold office for as many terms as are approved by the Board. No officer or Board member attending less than half of the year's meetings may be eligible for election to a second term.

Section 4. Vacancies on Board:

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 vice president shall be filled by the Board.

ARTICLE IV. MEETINGS AND VOTING

Section 1: Fiscal Year:

The Club's fiscal year shall follow the regular calendar year: January 1 through December 31.

Section 2: Business meetings:

The Club shall hold an Annual Fall General Meeting, traditionally held in September. The time and place of meetings shall be determined by the Board; meetings will be held in the greater Asheville area or via remote or electronic communication, such as Zoom, as necessary. Notice of the meetings, as well as minutes of the previous meeting, shall be communicated by the secretary to each member no later than 14 days prior to the date of the next meeting. The business of the Annual Fall General Meeting shall include the election of officers and Board members for the ensuing year. Twenty percent of members in good standing shall constitute a quorum.

Section 3: Special meetings:

Additional meetings may be called by the president; or by four members of the Board; or shall be called by the secretary upon receipt of a petition signed by 10 percent of regular members in good standing. Twenty percent of members shall constitute a quorum. Meetings will be held in the greater Asheville area or via remote or electronic communication, such as Zoom, as necessary.

Section 4: Board meetings:

Notice of such meetings shall be communicated to all Board members by the president or secretary five days prior to the meeting and shall include notice of the agenda. Only this agenda can be acted on at such meeting. The quorum for such a meeting shall be a simple majority of the Board. Board meetings may be called upon request by the president; may be called by the secretary upon receipt of a request by at least three Board members. Board meetings will be held in the greater Asheville area or via remote or electronic communication such as Zoom as necessary.

Section 5: Voting:

Each member in good standing shall be entitled to one vote at any meeting of the Club at which they are present. Proxy voting will not be permitted at any Club meeting or election, as stated in Article VI, Section 2. Household membership entitles two members of the household to vote.

Section 6. Annual Fall General Meeting:

The annual meeting shall be held in the fall (traditionally September) at which officers and directors for the ensuing year shall be elected by secret ballot from among those nominated in accordance with Article V of the By-Laws. Such persons 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.

ARTICLE V. NOMINATIONS**Section 1: Nominating Committee:**

No person may be a candidate in a Club election who has not been nominated. In the month of June, the Board shall appoint a nominating committee of three members and two alternates, not more than one of whom may be a member of the Board. The secretary shall immediately notify the committee members and alternates of their selection. The committee shall name a chairman and it shall be that person's duty to call a committee meeting, which shall be held before July 15.

Section 2: Nominating Process:

The committee shall nominate one candidate for each of the offices to be filled, as provided in these By-Laws. After securing the consent of each person so nominated, they shall report their nominations to the secretary, by the last day of August. Upon receipt of the nominating committee's report, the secretary shall, at least two weeks before the Annual Fall General Meeting, notify the full Club membership, via electronic or other means, of the candidates so nominated. Additional nominations may be made at the Annual Fall General Meeting by any member in attendance, provided that the person so nominated does not decline when their name is proposed, and provided further that if the proposed candidate is not in attendance at this meeting, the proposer shall present to the secretary a written statement from the proposed candidate signifying willingness to be a candidate. No person may be a candidate for more than one position on the Board. Nominations cannot be made in any manner other than as provided in this Section.

ARTICLE VI. ELECTIONS

Section 1: Eligibility:

Any member in good standing, with the exception of junior members, shall have the right to vote in all elections.

Section 2: Voting Process:

Election of officers and Board members shall be carried out at the Annual Fall General Meeting by secret ballot. No proxy voting shall be permitted. The secretary shall distribute ballots to those members in good standing present and voting and shall collect the marked ballots. These ballots shall be tallied at this meeting and the results shall be announced at this time. If only one candidate per office is nominated, the secretary shall cast one vote for the slate as presented.

Section 3. Results:

The nominated candidate receiving the greatest number of votes for each office shall be declared elected.

ARTICLE VII. COMMITTEES

The Board may, at its discretion, appoint such committees as may be required from time to time, to carry out specific assignments pertinent to the business of the Club. The actions of such committees shall be approved by the Board.

ARTICLE VIII. DISCIPLINE

Section 1: Sanctioning Body Suspensions:

Any member who is suspended from the privileges of any governing agility, or other eligible event, body, including, but not limited to AKC, UKI, USDAA, NADAC, ASCA, and UKC, may be suspended from the privileges of this Club for a like period. The Board will consider the grounds for suspension from the governing agility body, and if upheld, the member will be barred from the annual clinic, from holding office and from voting for a like period.

Section 2: Zero Tolerance:

The Club has a zero-tolerance policy for sexual harassment or discrimination, racial harassment or discrimination, or any other form of harassment and discrimination (religion, language, sexual orientation, etc.) If any member or exhibitor feels that they have been harassed or that a member has discriminated against them, they may report this to the president of the Board.

Sexual harassment includes, but is not limited to, unwanted sexual or romantic overtures, inappropriate sexual jokes, or comments regarding sexual activities.

Section 3: Reporting:

Any member or exhibitor who feels they have been harassed, discriminated against or otherwise treated negatively because of race, religion, gender, or other characteristics, should report the harassment to the Board president.

The Club prohibits retaliation against any person who files a complaint against harassment or discrimination. The Club will make all reasonable efforts to keep investigations confidential, and to protect people who make complaints.

If a member or exhibitor retaliates against another for reporting harassment or discrimination, the Board will determine the appropriate action to take against such person, including but not limited to, termination of such person's membership in the Club.

Section 4: Investigation:

After receiving a report, the Club will then conduct an investigation. This may take a considerable amount of time, depending on the situation. The Board president will appoint an advisory committee consisting of three members of the executive committee. Any executive committee member with a relationship to any of the involved parties will be excluded. If there are not three executive board members without a relationship to the parties, the Board president will appoint members from the broader Board. All investigative actions will take place in a confidential manner and no person involved may discuss the matter outside of the committee. At the end of the investigation, the investigating committee will issue a report and recommendation. The person who

reported the incident will be informed that the investigation is finished. At a minimum the investigation will include interviews with all parties involved. Either party may choose someone to accompany them to such interviews. Interviews may be conducted in person or electronically but should include visual contact.

Section 5: Actions:

Any person accused of inappropriate behavior will be treated with respect. If the accusation is serious and credible, the member may be suspended and not allowed to participate in any Club activities during the duration of the investigation. The accused person will be told the outcome of the investigation. If the investigation reveals that the person was at fault, the accused person may be subject to consequences. This can include anything from a verbal reprimand to termination, depending on the situation and the severity of the issue.

If a member or exhibitor makes a bad faith complaint, that will be considered harassment. A bad faith complaint is one where the complainant knowingly lies or misrepresents the situation to accuse, damage someone's reputation or to get personal gain.

Either party is allowed to appeal the decision. The decision can be appealed by filing a written report with the Board or taking legal action.

Section 6: Board Hearing:

After the completion of the investigation referenced in section 4 of this article, the Board will conduct a hearing on the matter. 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 a complainant and defendant, the Board may, by a majority vote of those present, suspend the defendant from all privileges and benefits of the Club for not more than six months from the date of the hearing. And, if it determines 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 their fellow members at the ensuing Club meeting which considers the Board's recommendation. Immediately after the Board has reached a decision, its finding 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 7: 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 6 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 their own behalf, though no evidence shall be taken at this meeting. The

president shall read the charges and the Board's finding and recommendation, and shall invite the defendant, if present, to speak in their own behalf if they wish. The members shall then vote by secret ballot on the proposed expulsion. If expulsion is not so voted, the Board's suspension shall stand. A two-thirds vote of those present and voting at the meeting shall be necessary for expulsion.

ARTICLE IX. AMENDMENTS TO THE BY-LAWS

Section 1: Amending:

Amendments to the By-Laws may be proposed by the Board or by written petition to the secretary signed by 20 percent of the membership in good standing.

Section 2: Amending by petition:

Amendments by petition shall be considered by the Board at the first meeting of the Board following receipt of such petition and must be submitted to the membership as soon as reasonably possible, with the recommendations of the Board, by the secretary for a vote within three months of the date when the petition was received by the secretary.

Section 3: Amending by vote:

The 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 (or by electronic means). The proposed amendments will be provided to all members (via electronic or other means) two weeks in advance of an in-person meeting or electronic due date. If an in-person meeting is held, all votes must be made in person; if electronically, all votes must be received by the due date.

ARTICLE X. ORDER OF BUSINESS

Section 1: Order of General Meetings:

At meetings of the Club and Board, insofar as the character of the meeting may permit, the order of business shall be as follows:

- Call to order
- Roll Call
- Approval of minutes of previous meeting
- Report of president
- Report of the secretary
- Report of the treasurer
- Reports of committees

Election of officers and board (at annual meeting)
Election of new members
Old Business
New Business
Adjournment

Section 2: Order of Board Meetings:

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

Approval of the minutes of last meeting
Report of secretary
Report of treasurer
Reports of committees
Unfinished business
New business
Adjournment

Section 3: Robert's Rules:

Robert's Rules of Order -- Newly Revised shall be the authority in all cases which are not inconsistent with the By-Laws.

ARTICLE XI. DISSOLUTION

The Board may, or by petition of 20 percent of members in good standing, propose dissolution of the Club. The proposal must be approved by two-thirds vote of the membership by written ballot. If the Club is to be dissolved, the Board, after paying or making provision for payment of all liabilities of the Club, and selling all of its physical assets, shall select a dog-related charitable organization which shall be the beneficiary of its residual assets.

ARTICLE XII. INDEMNIFICATION

The Club shall indemnify any officer or director, or any former officer or director, to the maximum extent permitted under North Carolina law.