

GREATER LINCOLN OBEDIENCE CLUB, INC.

GLOC CONSTITUTION & MISSION STATEMENT

Article 1. Name and Objectives

Section 1. The name of the Club shall be "Greater Lincoln Obedience Club, Inc."

Section 2. The Objectives of the Club shall be:

- (a) to disseminate knowledge regarding humane and effective techniques for training dogs and to promote training of all dogs;
- (b) to hold and support dog performance events under the rules and regulations of various dog-based organizations, including but not limited to the American Kennel Club and Canine Performance Events;
- (c) to instruct club members and the general public on how to interact with and train their dogs to have good manners and to partake in various dog sport;
- (d) to promote cooperation and good sportsmanship among its members in the training and exhibition of dogs.

Section 3. The Club is a nonprofit corporation organized under the laws of the State of Nebraska and the U.S. Internal Revenue Service and no financial profit of the Club shall inure to the benefit of any member or individual.

Section 4. The member of the Club shall adopt and may from time to time revise such by-laws as may be required to carry out these objectives.

GLOC BY-LAWS

Article 1. Membership

Section 1. Eligibility: Membership shall be open to all persons nineteen years of age and older who subscribe to the purposes of the Club. Residency is unrestricted, although it is expected that most members will live in southeast Nebraska. Members may join either as individuals or as a family (two or more persons related by blood or marriage or other commonly recognized connection and residing in the same household.). A member in good standing is one who is up to date on all dues and debts owed to the Club, is in good standing with any national, regional, and local dog organization(s) to which the member belongs, has no convictions for any kind of animal abuse or cruelty, and who promotes and adheres to the purposes, objectives, policies, and rules of the Club.

Section 2. Dues: Membership dues shall be determined by the Board of Directors at the October Board meeting and shall be payable on or before the date of the annual January meetings. The November Barker shall carry an announcement of the amount of membership dues for the upcoming year and that dues are now payable to the club's Treasurer. All dues and debts owed by a member to the Club for the previous year must be paid by the Annual January meeting. A member whose dues are not paid for the current year shall not vote, hold office, or sit in on any Board meeting.

Section 3. Election to Membership: Each applicant for membership shall apply on a form approved by the Board of Directors and shall indicate by signature that the applicant agrees to abide by the By-Laws of the Club. The application form shall include the name, address, phone number, and electronic address of the applicant and shall be signed by a current member in good standing with the Club as sponsor. The applicant shall submit payment of the current year's dues

with the application. The applicant shall attend at least one general Club meeting at which he or she or they shall be introduced. The Board may waive attendance when the applicant's schedule prevents such attendance.

Section 4. Termination of Membership: Membership may be terminated:

(a) By Resignation: Any member in good standing may resign from the Club by written notice to the Secretary. However, no member may resign in good standing when in debt to the Club.

(b) By lapsing: A membership shall be considered lapsed and automatically terminated if such member's dues remain unpaid at the end of the Annual January meeting. The Board of Directors may grant an additional ninety (90) days of grace to such delinquent members in meritorious cases.

(c) By Expulsion: A membership may be terminated by expulsion as provided in Article VI of the ByLaws.

(d) Outstanding Debt: Dues, contractual obligations, and any amount pledged to the Club shall be considered a debt to the Club and shall be due and payable at the time of termination.

Section 5: Special Membership: The Club may from time to time elect to lifetime membership those members who have been members in good standing for twenty (20) years; or have been consistently outstanding in training, Club participation, and service. These members will be exempt from payment of dues and the requisite service hours each year but shall otherwise retain full Club membership. Special Members must complete and submit an annual membership renewal form and shall pay for classes, seminars, workshops, competitions, and other opportunities at the same rate as general members.

Section 6. Communications: The Club shall publish a monthly electronic newsletter to its members known as "The Barker." Publication of notices in The Barker shall satisfy any requirements of notification to the membership. Notice via U.S. Postal Service is no longer required. The Club shall also communicate with its members electronically in any manner as the Board or Club members

determine is appropriate and effective. The Club shall sponsor and maintain a web site and other appropriate billboards to provide information about the Club to the general public.

Article II Management of the Club

Section 1. Board of Directors: The Club shall be managed by a Board of nine (9) Directors composed of members in good standing elected by the membership. Each Director has an individual duty of care to act at all times in the best interest of the club. Directors shall remain as members in good standing throughout their term of office.

Section 2. Duties of the Board: The Board shall make all policy decisions for the Club and shall direct and approve the actions of individual officers and committees as needed. The Board shall bear responsibility for the financial well-being of the Club including but not limited to:

- (a) preparing and approving an annual budget;
- (b) overseeing expenditures;
- (c) approving all contracts except those executed by the Trials Director in the course of conducting a club-sponsored competition or similar event;
- (d) maintaining insurance coverage for the club's facility and for events sponsored or held by the club;
- (e) developing a strategic plan for the club's future;
- (f) making decisions and taking actions in times of crises that are in the best interest of the organization.

Section 3. Allocation of Board Duties: The Board, at its discretion, may allocate responsibility for specific acts to Directors or Club members who were elected to, volunteered for, or were assigned to certain positions and duties. The Board may place limits upon such allocations of responsibility to the extent it feels is necessary to achieve the desired outcome. .

Section 4. Officers of the Club: Some Members of the Board of Directors shall also serve as Officers of the Club. The Officers shall consist of President, Vice President, Secretary, Treasurer, Training Director, Trials Director, and three (3) at large members. Each shall serve until their successor is elected.

- (a) President: The President shall preside at all meetings of the Club and of the Board and shall have all duties and powers normally appurtenant to the office of President, in addition to those particularly specified in these By-Laws, including, in the absence of the Treasurer, the disbursement of funds by check, electronic withdrawal, or credit/debit card.
- (b) Vice President: The Vice President shall have the powers and exercise the duties of the President in case of the President's death, absence, or incapacity. The Vice President shall take on other duties as the Board may determine.
- (c) Secretary: The Secretary shall keep records of all meetings of the Club and the Board and all other meetings of which a record shall be ordered by the Club or required by law. The Secretary shall have charge of correspondence, notify officers and directors of their election, notify members of special meetings, keep a list of the members of the Club with their contact information, and carry out other duties as prescribed by these By-Laws.
- (d) Treasurer: The Treasurer shall collect and receive all monies due or belonging to the Club and receipt therefore. The Treasurer shall deposit the same in a bank satisfactory to the Board, in the name of the Club. The Treasurer shall maintain records and keep books of the Club's income, expenses, and financial assets which shall at all times be open to inspection by the Board. The Treasurer shall report at every meeting the condition of the Club's finances and total receipts and payments not previously reported. The Treasurer shall maintain tax documents, building lease, contracts, insurance policies, and all other important documents for the Club. At the annual meeting, the Treasurer shall render an account of all

moneys received and expended during the previous year.

- (e) Training Director: The Training Director shall oversee all Obedience, Agility, and other classes offered by the Club, including but not limited to establishing class schedules, developing curriculums, assigning instructors and assistants, and arranging for equipment purchases. The Training Director shall work with the Club's class registration supervisor and the SCC Adult Education supervisor to ensure effective enrollment each session. The Training Director shall also coordinate equipment purchases with the Club's Trials Director. The Training Director shall be responsible to the Board for a report after each session and at the end of the year.
- (f) Trials Director: The Trials Director shall be responsible for setting trial dates, registering each trial with the appropriate venue, contracting with a judge on behalf of the Club, and locating and reserving an appropriate facility or location. The Trial Director shall work closely with the Trial Chairperson, the Trial Secretary, the Chief Course Builder (or other such position), and the Event Committee to ensure that each trial is conducted efficiently and successfully. The Trials Director shall establish a budget prior to each trial and provide a report to the Board afterwards.

Section 5. Term of Office. Each Director will serve a term of two years from the date of election until the date of election two years hence or until a replacement takes the position. The positions of President, Vice President, Secretary and two (2) at-large directors shall be filled on odd numbered years. The positions of Treasurer , Training Director, Trial Director, and one (1) at-large director shall be filled on even numbered years. The immediate Past President shall serve as a non-voting member of the Board for one year following his or her replacement.

Section 6. Vacancies: Any vacancies occurring on the Board during the year shall be filled for the unexpired term of office by a majority vote of all then

members of the Board at its first regular meeting following the creation of such vacancy.

Section 7. Liability: Directors and Officers of the Club shall not be personally liable for monetary damages or restitution owed by the Club or by any member thereof to any third party, nor shall they be personally liable for monetary damages or restitution owed to the Club, to its members, or to any person who participates in a club-related event or activity, who suffers harm as a result of conduct by the Director or Officer or for breach of fiduciary duty to the Club unless the conduct by the Director or Officer was intentional and knowingly done for the purpose of causing harm to the club or its members or the public, including but not limited to causing harm to the club's reputation.

Article III. Club Meetings and Voting

Section 1. Club Meetings: Meeting of the Club shall be held monthly, on the first Thursday of each month or, in the case of conflicts or extenuating circumstances, as soon thereafter as may be scheduled. The date and time of each meeting shall be published at least a week in advance in the Barker, on the Club's website and/or Facebook page, and sent electronically to each member. A quorum for such meetings shall be twenty percent (20%) of the membership in good standing at the time, excluding those with lifetime memberships. Should fewer than twenty percent of the membership be present at any regular monthly Club meeting, the President may declare a quorum present if ten (10) or more members in good standing are in attendance as long as all Club members were timely informed of the date, time, and location of the meeting and the items appearing on the meeting agenda and the non-present members voluntarily chose not to attend.

Section 2. Special Club Meetings: Special meetings of the Club may be called by the President or by a majority vote of the Board of Directors or by the Secretary upon receipt of a petition signed by five members of the Club who are

in good standing. Such special meetings shall be held at such time and place as may be designated by the person or persons authorized herein to call such a meeting. Electronic notice of such meeting shall be sent by the Secretary at least seven (7) days prior to the date of the meeting and said notice shall state the purpose of the meeting. No other Club business shall be transacted at such meeting. A quorum for such meeting shall be one-third (33%) of the membership in good standing, excluding those with lifetime memberships.

Section 3. Board Meetings: Meetings of the Board of Directors of the Club shall be held monthly at such hour and place as may be designated by the President of the Board. The date and time of each meeting shall be published at least a week in advance in the Barker, on the Club's website and/or Facebook page, and sent electronically to each Director. A quorum for such meetings shall be a majority of the Board.

Section 4. Special Board Meetings: Special meetings of the Board may be called by the President or upon receipt by the Secretary of a written request by at least three (3) members of the Board. Such special meeting shall be held at such hour and place as may be designated by the person authorized herein to call such meeting. Electronic notice of such meeting shall be sent by the Secretary to the Members of the Board, and to other Club members as shall be appropriate under the circumstances, at least seven (7) days prior to the date of the meeting. Such notice shall state the purpose of the meeting and no other business shall be transacted. A quorum for such meeting shall be a majority of the Board.

Section 5. Electronic Communications: Board Members may conduct informal polls, ask for advice or recommendations, share new information, apprise the other Directors of a problem or growing concern, review a situation, or make other communications between themselves via electronic means, including but not limited to email, texts, and private messaging, as long as all Board Members have regular access to that particular means of communication and have a

timely opportunity to respond. Should the Board determine and approve a course of action, the decision will be noted at the next Board meeting and entered into the Club's records. The Board may approve or overrule any decision made via informal electronic means at that time.

Section 6. Emergency Communications and Actions: In the case of an emergency that requires immediate action by the Board to preserve the facility and/or ensure the well-being of the Club and when a timely response is crucial, the President or Vice President may call a Special Board Meeting with sixty (60) minutes notice. Such Special Meeting may take place in person or by electronic communications, as is most efficacious at the time. A Quorum of the Board must be present to vote on any action. If the Secretary is not available, any Director present may take down the minutes and record the decisions of the Board. The Board may not address any issue that is not directly connected to the emergency. An emergency includes but is not limited to severe weather, fire, flooding, major theft, "Acts of God," riots, insurrection, and any event that has the potential to cause life-threatening harm to any person or dog.

Article IV. The Club Year, Annual Meetings, and Elections

Section 1. The Club Year: The Club's fiscal year shall begin on the first day of January and end on the thirty-first day of December. The Club's calendar 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 shall be held in the month of January at which time directors and officers for the ensuing year shall be elected by those members in good standing who are present at the meeting. The election shall be conducted 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 elections and each retiring officer shall turn over to the successor in office all properties and records relating to that office within thirty (30) days after the election.

Section 3. Elections: The nominated candidate receiving the greatest number of votes for each office shall be declared elected. The nominated candidates for open positions on the Board of Directors who receive the greatest number of votes shall be declared elected. In the event of a tie for an office or Board position, a run-off vote shall be held to determine the elected candidate.

Section 4. Nominations: During the month of October, the Board shall select a Nominating Committee consisting of three (3) or more members of the Club in good standing, one of whom will be named Chairperson. It shall be the Chairperson's duty to call a committee meeting which shall be held on or before October 15th. The Board shall confirm for the committee which offices and at large seat(s) are up for election.

(a) The Committee shall nominate at least one (1) candidate for each office and one (1) candidate for each of the open at large positions on the Board and secure the consent of each person nominated.

(b) The names of the candidates so nominated will be published in the November Barker and by such electronic or social media means as the Board shall choose.

(c) Any person nominated for a position must be a member of the Club in good standing. No person may be a candidate in the Club election who has not been nominated. Any person so nominated who refuses to be a candidate for the position to which he or she has been nominated shall notify the Chairperson of the Nominating Committee prior to the December meeting.

(d) Additional nominations may be made at the December meeting by any member in good standing 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 nominator shall present to the Secretary a written statement from the proposed candidate accepting the nomination. No person may be a candidate for more than one position and the additional nominations may be made only from among those members who have not previously accepted a nomination of the Nominating Committee.

(e) Nomination cannot be made at the Annual Meeting or in any manner other than as provided in this section.

Article V. Committees

Section 1. Chairpersons: Upon the conclusion of elections at the January Board meeting and any time thereafter, the newly elected Board may appoint chairpersons to the standing committees and any other committees as the Board may deem necessary to advance the work of the Club, including but not limited to trials and competitions, awards, membership, and other topics which may well be served by committees. The Board may also appoint individual Club members to be responsible for specific assignments including but not limited to marketing, facility maintenance, and class registration. Such committees and individuals shall 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. Termination: Any committee or individual appointment may be terminated by a majority vote of the full Board upon written notice to the appointee(s), and the Board may appoint successors to those persons whose services have been terminated.

Article VI. Discipline

Section 1. Suspension. Any Club member who is suspended from membership in any kennel club or dog sports organization due to misbehavior by the member or of a dog in the care of the member shall be automatically suspended as a member of this Club for the same period of time.

Section 2. Charges. Any Club member may bring charges against another member for alleged misconduct prejudicial to the best interest of the Club or of a dog sport. A written complaint shall be filed with the Secretary, together with a filing fee of \$10.00 which shall be forfeited if the charges are not sustained by the Board following a hearing on the charges or returned if the charges are upheld. The Secretary shall promptly send a written copy of the charges to each Board member or present them at the next Board meeting, whichever shall occur first. The Board shall consider whether the actions alleged in the charges, if proven, might constitute conduct prejudicial to the best interests of the Club. If the Board finds that the charges may have merit, it shall fix a date of hearing by the Board, not less than three (3) weeks and no more than six (6) weeks thereafter. The Secretary shall promptly send a written copy of the charges to the accused member(s) with a notice of the hearing date and time and an assurance that the member(s) may personally appear in his or her own defense and bring witnesses if he or she wishes. The Secretary shall also notify the person filing the complaint of the hearing date and time. The Board shall have the authority to decide whether both parties may be represented by counsel at the hearing. It may not allow one party to have counsel present and deny the other party the same opportunity.

Section 3. Board Hearing: There must be at least seven (7) Board members present to conduct a disciplinary hearing. If any of the accused shall be current members of the Board, any prior Board member who is still in good standing with the Club shall be requested to attend the disciplinary hearing as a temporary Board member until the quorum of seven is reached. The temporary Board member shall have all the responsibilities in the outcome of the hearing as the elected Board members and the temporary position shall end when the Board notifies the parties of its decision. The President or any Board member chosen by a majority of the Board members shall conduct the hearing and each party shall have the opportunity to testify, call and examine witnesses, and offer evidence. Upon completion of the presentation of evidence, the Board shall meet privately to consider the evidence and determine, by majority vote, if the charges should be sustained. Upon sustainment, the Board shall determine, by majority vote, what type of penalty shall be issued against the person charged, including but not limited to reprimand, suspension of membership rights of a period no longer than six (6) months, and suspension of teaching assignment or other responsibilities. The Board shall immediately notify both (all) parties of its decision and the imposed penalty. It shall also file a written record of the hearing with the Secretary.

Section 4. Expulsion: Expulsion of a member from the Club may be accomplished by a majority vote of the Board members who are present at a disciplinary hearing. Expulsion shall be imposed only in the most serious situations where the presence of the member has caused severe disruption and/or harm to the Club, its reputation, and/or its members. The decision of the Board is final.

Article VII. Amendments

Section 1. Amendments to the Constitution and By-Laws may be proposed by the Board of Directors or by written petition to the Secretary signed by at least twenty percent (20%) of the current membership in good standing. Amendments proposed by such petition shall be promptly considered by the Board of Directors and brought to a vote within two (2) months of receipt of the petition.

Section 2. Voting by Membership: This document may be amended by a vote of two-thirds (2/3) of the Club members present and voting at any regular or special meeting called for the purpose, provided that the proposed amendments have been included in the notice of the meeting and sent electronically to each member at least two (2) weeks prior to the date of the meeting.

Section 3. Periodic Review: The Board of Directors shall conduct periodic reviews of the Constitution and By-Laws of the Club. Absent any proposal by Club members for amendment(s) to the document, the Board shall conduct the review every five (5) years and initiate such changes as it believes are necessary or as may be required by law.

Article VIII. Dissolution

Section 1. Dissolution: The Club may be dissolved at any time by the written consent of no less than two-thirds (2/3) of the members in good standing. In the event of the dissolution of the Club for purposes other than reorganization, whether voluntary or involuntary, or by operation of law, none of the property of the Club nor any of the proceeds thereof nor any assets of the Club shall be distributed to any members of the Club, either individually or as a group. The Board may sell such assets and equipment that it owns at a fair

market price to Club members and to the general public for the purpose of raising additional funds if there are outstanding debts that the Club can not cover with the funds on hand at time of dissolution. After payment of all outstanding debts of the Club, all property and assets remaining shall be donated to one or more non-profit, charitable organization(s) selected by the Board of Directors. Such organization(s) shall be organized for the welfare of dogs. The Board shall determine how and to whom the remaining assets are to be distributed.

Article IX. Order of Business

Section 1. Club meetings: 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:

- (a) Call to Order and identification of those present
- (b) Minutes of the Last Meeting and report of the Secretary
- (c) Report of the Treasurer
- (d) Report of the President
- (e) Reports of the Committees
- (f) Election of Officers and Board (at annual meeting)
- (g) Old Business
- (h) New Business
- (l) Adjournment

Section 2. Board meetings: At meetings of the Board, the order of business, unless otherwise directed by the President or a majority of those present, shall be as follows:

- (a) Call to Order and identification of those present
- (b) Minutes of the Last Meeting and report of the Secretary
- (c) Report of the Treasurer
- (d) Report of the President

- (e) Reports of the Committees
- (f) Election of Officers and Board (at annual meeting)
- (g) Old Business
- (h) New Business
- (l) Adjournment

Article X. Jurisdiction

Section 1. State of Nebraska: The Club shall be subject to the laws of the State of Nebraska and the regulations of nonprofit corporations by the U.S. Internal Revenue Service.

Constitution and By-Laws Revised April 1992
Constitution and By-Laws Revised October 1998
By-Laws Revised January 2002
Constitution and By-Laws Revised March 2010
By-Laws Revised November 2013
Constitution and By-Laws Revised December 2022