

## **AKC Club Governance and Issue Resources**

### **Governance:**

- 1) Record keeping and understanding the role and responsibilities of club officials:
  - a) Each club is governed by its Constitution and Bylaws and must adhere to local, state and federal laws. An essential part of good record keeping is to compose, maintain and retain meeting minutes. All Board meeting minutes must be approved by the club's Board of Directors at a Board meeting. Membership meeting minutes must be approved by the club's membership at a membership meeting.  
[Club Sample Meeting Minutes](#)
  - b) Club officials should understand their role and responsibilities as detailed in the club's bylaws. More information may be found in Robert's Rules of Order Newly Revised 12<sup>th</sup> edition. A professional Parliamentarian familiar with the laws of the state your club is incorporated in may be able to offer more specific information. However, note that a parliamentarian may not give legal advice. It is a club's responsibility to do their due diligence when hiring a parliamentarian, there are two organizations that may have useful information and can be found by internet search: the American Institute of Parliamentarians and the National Association of Parliamentarians.
- 2) Club Officers, Board members and current dues paid voting members:
  - a) It is important to keep record of precise dates when official capacities became effective either as a result of an election or a vacancy being filled.
  - b) Membership lists of dues paid voting members must be constantly updated by the responsible official to ensure voting rights are accurate. Club suspensions and expulsions as a result of disciplinary hearings may also impact voting rights in accordance with the bylaws.
- 3) Managing Club Finances
  - a) While the nature of dog clubs is voluntary, clubs should be run like a business. The [Managing Club Finances](#) document will assist in several common areas.
- 4) Constitution and Bylaws
  - a) Each club must adhere to its Constitution and Bylaws in all situations. Club members must be provided with a copy initially upon becoming a member and when the document is revised by an affirmative vote of the club's membership, and/or upon request.
  - b) AKC has developed a page to help every club through the process of adopting and revising Constitution and Bylaws documents: [AKC Club Bylaw Services](#).
  - c) If the Constitution and Bylaws are no longer working for the club, they can be amended.
- 5) Insurance
  - a) Clubs should consult an insurance broker yearly to determine if they have proper coverage to cover the club's activities and to operate and hold AKC events.
  - b) Here is a link to helpful information: [Equisure Insurance Information](#)

- 6) Club Territories
  - a) Become familiar with your club's territory as designated by the AKC's Club Relations Department. If you need assistance, please contact us at [clubrelations@akc.org](mailto:clubrelations@akc.org)

### **Resolving Internal Club Issues:**

- 1) [Working it Out Guide](#)
  - a) This is the AKC recommended process for addressing internal club issues.
  - b) [Bylaw FAQs](#) – This can assist with frequently asked questions with respect to bylaws.
  - c) Clubs and/or individuals must attempt the steps listed in the Working it Out guideline prior to AKC considering acting. After all steps have been followed and documented without resolution, you may contact the Compliance Department to file charges under with the AKC under [AKC's Charter and Bylaws](#), Article XII with the AKC.  
Compliance: [compliance@akc.org](mailto:compliance@akc.org)
- 2) Club disciplinary process versus AKC discipline:
  - a) Internal club bylaw violations: One member of a club filing against another member of the same club in accordance with the club's bylaws for reprimand or suspension of club privileges.
  - b) AKC discipline: Filing charges against a club or individual under AKC's Charter and Bylaws Article XII with the Executive Secretary for AKC discipline or an AKC Event Committee Hearing discipline.
- 3) Contested Election and Officer Removal
  - a) Club bylaws and state law must be adhered to with respect to contesting an election.
  - b) If club bylaws are silent regarding Officer removal, Robert's Rules of Order Newly Revised, 12<sup>th</sup> edition may have additional information under Dereliction of Duty. This would only be helpful if it does not conflict with the club's bylaws or state law which is always applicable and of the utmost importance. Questions should be addressed to a parliamentarian. If a club is considering the removal of a club Officer, it should consult an attorney prior to doing so.
  - c) AKC interprets the suspension of an Officer not as a removal of that Officer but as a temporary status.
- 4) Concerns regarding potential legal action against the club.
  - a) Notify your insurance broker regarding any threatened litigation and seek legal counsel if necessary. AKC cannot give legal advice.
  - b) If threats arise, don't panic, consider seeking legal advice.
  - c) Each state has a bar association with useful information on retaining an attorney and often an attorney directory. To find your state's bar association, search using your state's name followed by 'bar association'. You should be aware that bar associations are typically not the entity that licenses attorneys.  
Example: Illinois Bar Association
  - d) Gather all relevant documents regarding the matter.
  - e) Be aware that until a lawsuit is filed, there is no pending legal action. You can determine if a lawsuit has been filed by looking for the file stamp that the clerk of courts will put on the complaint. You can also check the court's electronic records.

- f) A club's time to formally respond will not commence until the complaint has been served. The summons that is served with the complaint will detail the time in which a response must be filed.
  - g) If a club is asked to waive service of the complaint, the club should seek advice of counsel prior to doing so.
- 5) Verifying attorney representation and claims
- a) Request confirmation from the attorney that they represent the club or an individual and have that club or individual confirm that representation in one email to all parties. Please note that when a club retains an attorney to represent it, that club's Board minutes should reflect the retention and an engagement agreement executed. Although the purpose of the retention may be a topic for an Executive session and not the published Board minutes. However, the actual retention of the attorney should be reported out of executive session.
  - b) Keep a copy of all communications on file for records.
- 6) Vetting an attorney prior to retention by a club
- a) check to see if the attorney is licensed in the state where the club is incorporated.
  - b) determine if the attorney has experience handling the specific matter you are asking them to address.
  - c) ask for references from other clients.
  - d) ask about billing practices. Note that some attorneys will offer a discounted rate for non-profits.
  - e) verify the responses regarding the above.

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