

CONSTITUTION

Article I

Name and Objectives

Section 1: The name of the Club shall be "Tri-State Kennel Club, Inc."

Section 2: The objectives of the Club shall be:

- (a) to further the advancement of all breeds of purebred dogs
- (b) to do all in its power to protect and advance the interests of dog shows, obedience trials, rally trials, agility trials, scent work trials, fetch trials, FastCAT trials and to encourage sportspersonlike competition at the above and any other event for which the club is eligible
- (c) to conduct dog related events under the Rules and Regulations of the American Kennel Club.

Section 3. The Club shall not be operated or conducted for profit and no part of any net earnings of the corporation shall inure to the benefit of, or be distributable to its members, officers, directors, or other private persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions on furtherance of the purposes set forth in the Constitution or in the Article 1 of the Bylaws

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 several types of membership. Regular (Individual and Family) and Associate memberships are open to all persons eighteen years of age and older, who are in good standing with the American Kennel Club, and who subscribe to the objectives of the Club. Junior membership is available for those younger than 18 years of age. (Refer to Standing Rules) While membership is to be unrestricted as to residence, the club's primary purpose is to be representative of the breeders and exhibitors in our immediate area.

Section 2 Dues. Dues are payable on or before the 1st day of July of each year and shall be considered delinquent after that date. No member may vote whose dues are not paid for the current year. During the month of May, the Treasurer shall send to each member a statement of his dues via email, USPS or deliver in person for the ensuing year. (Refer to Standing Rules)

Regular Individual Membership dues are \$35 with a \$5 initiation fee. The benefits include voting rights, if dues are paid for the current year, and receiving the Canine Capers.

Regular Family Membership dues are \$40 with a \$5 initiation fee. The benefits include voting rights, if dues are paid for the current year, and receiving the Canine Capers.

Associate Membership dues are \$25 with a \$5 initiation fee with no voting privileges, and you receive the Canine Capers.

Junior Memberships will apply to anyone under 18 years of age. If both parents are members, no charge. If one parent is a member, the fee shall be the family membership. If neither parents are members, the fee shall be \$5. Please note that parents must be present with junior members less than 18 years old for all in-person meetings or classes. After the age of 18, they will need to apply for regular membership.

Section 3 Election to Regular or Associate membership. All persons seeking Regular or Associate 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 and Regulations of the American Kennel Club. The application shall carry the endorsement of two regular members in good standing. Approved forms may be issued to any Club sponsor who is a member in good standing. Accompanying the application, the prospective member shall submit the dues for the current year and the initiation fee at a general meeting. (Refer to Standing Rules) The Board of Directors of the Tri-State Kennel Club Inc. shall act as a membership committee to screen all applications. At the first board meeting following receipt of the application, the Board will recommend for approval or disapproval. If approved, the application will be read by the Corresponding Secretary at the next Regular Club meeting in which the applicant is present. Then at the next following Regular Club meeting in which the applicant is present, voting will take place. Affirmative votes by secret ballot of 2/3 of the members present and voting at that meeting shall be required to elect the applicant.

Election to Associate membership. Associate members do not have voting privileges and can't serve on the Board of Directors. Associate membership may be changed to an Active membership by attending a meeting, requesting the change and paying the additional dues.

Applicants for membership who have been rejected by the Club may reapply six months after such rejection.

Section 4 Termination of membership.

Membership may be terminated:

a). By resignation: Any member in good standing may resign from the Club upon written notice to the Corresponding Secretary, but no member may resign when in debt to the Club. Dues obligations are considered a debt to the Club, and they become incurred on the First day of the fiscal 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 fiscal year; however, the Board may grant an additional 30 days of grace to such delinquent members in meritorious cases. In no case may a person be allowed 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 VI of these bylaws.

Section 5 Reinstatement. A member in good standing whose membership has lapsed, or who resigned, may be reinstated without the formality of a written ballot, but by hand vote at the next business meeting of the Club following receipt of their application for reinstatement upon recommendation of the Board of Directors.

Section 6 Good Standing. A member shall be considered in good standing who has paid his dues for the current year and has no debts to the Club more than 30 days past due.

Article II **Meetings and Voting**

Section 1 Club Meetings. Meetings of the Club shall be held on the second Tuesday of each month or as frequently as necessary, at such an hour and place in accordance with State Law such as electronic, virtual, teleconference or methods as may be developed) or in the Greater Joplin Area if meetings are held in person as may be designated by the Board. Written notice of each such meeting shall be sent by the Corresponding Secretary via email as required by state law and announced in the "Canine Capers" at least 10 days prior to the date of the meeting. The quorum for such meetings shall be 20% of the eligible voting members in good standing. Non-voting members do not count towards the determination of a quorum.

Section 2 Special Club Meetings. Special 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, and shall be called by the Corresponding Secretary upon receipt of a petition signed by five members of the Club who are in good standing. Such special meetings shall be held in accordance to state law such as electronic, virtual, teleconference or methods as may be developed) or in the Greater Joplin Area if meetings are held in person at such place, date and hour as may be designated by the person or persons authorized herein to call such meetings.

Written notice of such meetings shall be sent via email and as required by state law by the Corresponding Secretary at least five days and not more than 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 meeting shall be 20% of the eligible members in good standing. Non-voting members do not count towards the determination of a quorum.

Section 3 Board Meetings. Meetings of the Board of Directors shall be held each month or as frequently as necessary in accordance to state law such as electronic, virtual, teleconference or methods as may be developed) or in the Greater Joplin Area if meetings are held in person at such date, hour and place as may be designated by the Board. Written notice of each such meeting shall be given by email by the Corresponding Secretary at least three days prior to the date of the meeting. The quorum for such a meeting shall be 5 Directors of the Club. Committee Chairpersons may be invited to attend Board meetings for the submission of reports.

Section 4 Special Board Meetings. Special meetings of the Board may be called by the President and shall be called by the Corresponding Secretary upon receipt of a written request signed by at least three members of the Board. Such meetings shall be held in accordance to state law such as electronic, virtual, teleconference or methods as may be developed) or in the Greater Joplin Area if meetings are held in person at such place, date and time as may be designated by the person authorized herein to call such meeting. Written notice of such meeting shall be sent by the Corresponding Secretary at least five days, and not more than 10 days prior to the date of such meeting. Said notice shall state the purpose of the meeting and no other business shall be transacted thereat. A quorum for such meeting shall be five Directors of the Club. An emergency meeting may be called by the President at any time it is deemed necessary.

Section 5 Voting in Accordance to State Law. Each Regular 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 he is present in accordance to state law such as electronic, virtual, teleconference or methods as may be developed) or in the Greater Joplin Area if meetings are held in person including the annual meeting as long as they have attended at least six Regular meetings and worked at one* Kennel Club activity/event as approved by the Board of Directors in order to vote. (*See Standing Rules for definition of one club activity/event & Article II Section 6 for what may constitute loss of voting privileges). In no case while dues are unpaid may a member vote in any club business.

Section 6 Loss of Voting Privileges. The unexcused absence of a voting member from three (3) consecutive meetings and failure to volunteer and work at one club activity/event* unless excused by the Board of Directors, shall operate as the accepted change of that membership from voting to non-voting status. All written requests for excusal with confirmed delivery receipts will be considered by the club's Board of Directors. The difference in dues will be forfeited. (effective 1/2012 by AKC). In no case while dues are unpaid may a member vote in club business. (*See Standing Rules for definition of one club activity/event and for the list of approved Kennel Club activities as approved by the Board of Directors). The lack of attending six regular meetings will also result in the loss of voting privileges as stated in Article II, Section 5.

Article III **Directors and Officers**

Section 1 Board of Directors.

- a). General management of the Club's affairs shall be entrusted to a Board of Directors comprised of eight members, one-half being elected by the membership each year for a two-year term.

- b). No member of the Board of Directors may serve more than two consecutive terms on the Board. After a member of the Board of Directors has served two consecutive terms on the Board he may not run for re-election nor be appointed to fill an unexpired term, until one year has passed.

- c). Any member of the Board of Directors who fails to attend three consecutive Board meetings shall be considered as having vacated his position. Under extenuating circumstances, the Board may reinstate a Board member.

- d). No person shall be eligible to be an officer or a member of the Board of Directors who shall not have been a member of the Club in good standing for one year or more preceding the annual meeting of the Club at which the election is held.

Section 2 Officers. The Club's officers, consisting of the President, Vice President, Recording Secretary, Corresponding Secretary and Treasurer shall serve in their respective capacities both with regards to the Club and its meetings and the Board and its meetings. The President, Vice President, and Recording Secretary shall be elected by the Board from among its members for one year or until their successors are elected and qualified. The Corresponding Secretary and the Treasurer shall be appointed by the Board from among the regular membership for a term of one year or until their successors are appointed and qualified. This election shall be held at the first regular meeting of the Club at which time the new Board members were elected.

a). The President shall preside at all meetings of the Club and of the Board and shall have the duties and powers normally appurtenant to the Office of the President, in addition to those specified by these bylaws.

b). The Vice President shall have the powers and exercise the duties of the President, in the event of the President's absence or incapacity.

c). The Recording Secretary shall keep a record of all meetings of the Club and of the Board of Directors and all matters of which a record shall be ordered by the Club. This officer shall act as the Club's official Historian, and shall maintain a permanent record of all activities, events and matters of interest to the Club during the term of office elected for, and at the termination of service, shall turn over to the newly elected Recording Secretary all records in this regard. A full and complete record of members of the Club shall be maintained, together with addresses and phone numbers. In addition, the Recording Secretary shall carry out such other duties as prescribed in these bylaws.

d). The Corresponding Secretary shall have charge of all correspondence, notify members of meetings, notify officers and Directors of their election, handle elections of new members and shall handle promptly and efficiently all detailed work and correspondence designated by the officers of the Club and the Board of Directors.

e). The Treasurer shall collect and receive all money due to the Club or belonging to the Club, and shall receipt, therefore. He/she shall deposit the same in a bank satisfactory to the Board in the name of the Club. His/her books shall, always, be open for inspection by the Board, and he/she shall report at each Board meeting on the condition of the Club's finances, and every item of receipt of payment not previously reported. At the annual meeting of the Club, he/she shall render an account of all money received and expended during the previous fiscal year. An independent financial analysis shall be conducted annually. The Treasurer shall be bonded in an amount determined by the Board of Directors at the first meeting of the newly elected Board, at which the election of officers is held, following the annual meeting. The fee for such bond shall be borne by the Club.

Section 3 Vacancies. Any vacancies occurring on the Board or among the officers during the year shall be filled by a majority vote of all 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

The Club year, Annual meeting, Elections

Section 1. Club Year. The Club's fiscal year and official year shall begin immediately at the conclusion of the election at the annual meeting on the second Tuesday of May 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 May at which Directors for the ensuing year shall be elected by secret written ballot from among those nominated in accordance with Section 4 of this Article in accordance to state law such as electronic, virtual, teleconference or methods as may be developed) or in the Greater Joplin Area if meetings are held in person. They shall take office immediately upon the conclusion of the election and each retiring officer shall turn over to his successor in office all properties and records relating to that office immediately or no later than thirty days following the meeting.

Section 3. Nominations. The Board shall elect by February 15th a Nominating Committee consisting of three members, all of whom shall have been a member of the Club in good standing for at least a year. The Board shall name the Chairperson for the committee, and it shall be his duty to call a committee meeting within two weeks.

a). The Committee shall nominate at least six candidates for the positions on the Board. The Nominating Committee shall ascertain if the nomination is acceptable to the person nominated. Upon such verification, the nominations shall immediately be reported to the Corresponding Secretary in writing.

b). Upon receipt of the Nomination Committee's report, the Corresponding Secretary shall forthwith notify each member in writing of the candidates so nominated, this being accomplished by the April regular meeting.

c). Additional nominations may be made from the floor at the regular March and April meetings of the Club.

d). On or before the May Annual Meeting, the Corresponding Secretary shall notify each member in writing of all such additional nominations.

e). Nominations may not be made at the annual meeting or in any manner other than provided in this article.

Section 4. Election of Directors. The Directors shall be elected from among those nominated at the annual meeting of the Club in accordance to state law such as electronic, virtual, teleconference or methods as may be developed) or in the Greater Joplin Area if meetings are held in person by secret vote. The four nominated candidates receiving the largest number of votes shall be declared elected as Directors.

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, Agility Trials, Rally Trials, Scent Work Trials, Fetch Trials, FastCAT trials, Obedience Classes, Agility Classes, annual prizes, trophies, membership and other fields which may well be served by committees. All Committees shall always be subject to the final authority of the Board.

Section 2. 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 people whose services have been terminated.

ARTICLE VI

Discipline

Section 1: American Kennel Club Suspension. Any member who is suspended from any of the privileges of the American Kennel Club automatically shall be suspended from privileges of the Club for a like period.

Section 2: Charges. Any member may refer charges against a member for alleged misconduct prejudicial to the best interests of the Club. Written notarized charges with specifications signed under oath must be filed in duplicate with the Secretary together with a Discipline deposit (Refer to Standing Rules) which shall be forfeited if such charges are not sustained by the Board following a hearing. The Corresponding Secretary shall promptly send one 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 interest of the Club, it may refuse to entertain jurisdiction. If the Board entertains jurisdiction of the charges, it shall fix a date of 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 return receipt requested 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 wishes.

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 the plaintiff and defendant, the Board may by a majority vote of those present suspend the 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 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 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 Secretary, in turn shall notify each of the parties of the Board's 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 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 own behalf, though no evidence shall be taken at the meeting. The President shall read the charges and the Board's findings and recommendations and shall invite the defendant, if present to speak in his own behalf if he wishes. The meeting 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. Only those members in good standing per Article II, Section 5, who are present at the meeting, may vote and have paid their dues for the year. If expulsion is not 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 twenty percent of the membership in good standing. Amendments proposed by such a petition shall be promptly considered by the Board of Directors and must be submitted to the members with recommendations of the Board. The Corresponding Secretary will then turn the petition over for a secret vote 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 secret vote of the members present in good standing, in accordance to state law such as electronic, virtual, teleconference or methods as may be developed) or in the Greater Joplin Area if meetings are held in person who have paid their dues for the year, 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 weeks prior to the date of the meeting. The Club is a licensed club and Bylaw amendments become effective once affirmatively voted on by the membership in accordance with the Amendment Article in the club's current bylaws document.

ARTICLE VIII

Dissolution

Section 1 Dissolution. The Club may be dissolved by the written consent of not less than 2/3 of the members in good standing in accordance with the laws of the state. In the event of the dissolution of the Club, whether voluntary or involuntary or by the Operation of the 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 payment of the debts of the Club, its property and assets shall be given to a charitable organization for the benefit of dogs. Selection of the charitable organization is to be made by a 2/3 vote of the club present and voting. If no charitable organization received a 2/3 vote, selection shall then be made a majority vote of 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:

- Roll Call
- Minutes of the last Club and Board meetings
- Report of the President
- Report of the Recording Secretary
- Report of the Corresponding Secretary
- Report of the Treasurer
- Report of the Committees
- Election of Officers and Board (at annual meeting)
- Election of New Members
- Unfinished business
- New business
- Adjournment

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

- Reading of the Minutes of the last Board meeting
- Report of Recording Secretary
- Report of Corresponding Secretary
- Report of Treasurer
- Reports of Committees
- Unfinished Business

New Business
Adjournment

ARTICLE X

The rules as contained in the current edition of Robert's Rules of Order, New 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.

STANDING RULES

MEMBER PRIVILEGES:

To be eligible for half price member discounts, members must attend six meetings-and volunteer for a total of eight hours (See the complete list of approved activities to earn the eight hours near the end of the Standing Rules).

Eligible members may train in regular obedience class at half of the normal fee except classes where outside instructors are hired. Conformation and Ongoing Obedience/Rally or Ongoing Agility Classes are not eligible for half priced fees since they are already at a reduced rate. Members must submit an application, vaccine records/titer testing results and fee in advance to hold a place in any class. Vaccination records/titer testing results are required for all classes including conformation classes. This includes any additional dogs brought into the building even if they are not in a class. Puppies must have had all age-appropriate vaccinations to attend. Instructors who teach multiple classes per year are eligible for **one of the following:** **1)** free classes at the rate of 1:1 except classes where outside instructors are hired (If one class is taught, they can receive one free) **OR 2)** instructors may receive a \$100 instructor stipend or **3)** Instructors may apply the class taught towards volunteer hours. (Instructors can only pick one of the 3 options per class that is taught). TSKC members shall pay \$5.00 for a one-hour session for extra training not done while in a class at the building and must ensure they get their training put in a timeslot on the calendar to ensure we don't have overlapping activities. Tri-State Kennel Club pays one half the price of club attire bearing the Kennel Club logo for eligible members one time only.

Committees:

In the event we have a cluster, the following will apply: The members of the Cluster Committee are the three show Chairpersons: The current year's show Chairperson and the two succeeding show Chairpersons and the alternate (which is the retiring year's show Chairperson). In case the retiring Chairperson is nonexistent, the board of directors will appoint the alternate. All cluster committee members have voting rights. Tri-State Kennel Club agrees to pay gas expense for one vehicle to Cluster meetings if such meetings are outside the 25-mile radius of Joplin. These meetings must be in accordance with state law such as electronic, virtual, teleconference or methods as may be developed if meetings are held in person in the Greater Joplin Area.

Any member who misses more than two meetings in a calendar year shall have his/her status as a delegate reviewed by the Board of Directors. Committees need to make reports of their meetings at the general meetings.

Show Committees & Show Chairs: Committees shall be appointed by the Board consisting of at least three members for, but not limited to Conformation, Obedience, Rally, Agility, Scent Work, Fetch and FastCAT. A Show Chairperson shall be appointed by the Board for each committee and that person will be the Chair of their respective Committees. The Show Chair shall provide a monthly report on the progress of the Committee to the Board. The responsibilities of the Show Chair shall include but are not limited to: Calling meetings regarding show business, obtaining contracts for the show superintendent, show site, stewards, host hotel, filing applications with AKC and work on the premium. The Show Chair will be required to turn over all contracts, correspondence, emails, maps and layouts and all other pertinent show information they have in their possession to the Board within 14 days of the conclusion of the show.

Superintendent and Show Veterinarian may not show in conformation as per AKC "Rules Applying to Dog Shows" (Conformation). Show Chairs are allowed to show at all Tri-State Kennel Club, Inc., events for Conformation, Rally, Obedience, Agility, Scent Work, Fetch, FastCAT and any other sports that AKC approves the Club for in the future.

Committee Chairs and committees for shows may be appointed by the Board as needed including hiring judges for their event.

AWARDS:

The Annual Awards Dinner will be a date to be determined in January or February with the presentation of awards to members completing titles during the calendar year, the Member of the Year award and various other awards. Members must notify the Awards Chairperson of completed titles. The Annual Award Dinner date will be announced in the Canine Capers.

The Member of the Year shall be elected from the candidates chosen by a Selection Committee of three members comprised of the past three years Members of the Year. The Selection Committee meets in November.

MISCELLANEOUS:

"The Canine Capers" is a monthly newsletter on upcoming meetings and events, show wins and educational articles. The Tri-State Kennel Club appoints an Editor for "The Canine Capers."

MEMBERSHIP TYPES:

Regular Membership

Individual Membership: \$35.00

Family Membership: \$40.00 (Privileges for 2 or more related family members)

Voting privileges**

Receive Canine Capers

Eligible for ½ price discounts **

Initiation Fee: \$5.00

**If the requirements are met in the Bylaws Article II, Sections 5 & 6 and 8 hours volunteer work is met from the list of generally approved Kennel Club Activities in the Standing Rules.

Associate Membership: \$25.00

No Voting Privileges

Cannot Serve on the Board of Directors

Receive Canine Capers

Initiation Fee: \$5.00

Junior Membership

Junior membership shall apply to anyone under eighteen years of age.

If both parents are members, no charge.

If one parent is a member the fee shall be the family membership.

If neither parent are members, the fee shall be \$5.00. (Parents must be present with junior members less than 18 years old for all in person meetings or classes).

After the age of 18 they will need to apply for regular membership.

Discipline Deposit (See Article VI, Sec. 2)

Discipline deposit: \$100.00

List of Generally approved Kennel Club Activities to Earn 8 Hours of Volunteering:

Note: Any of the items on this list can be used as one club activity or event as required in the Bylaws Article II, Sections 5 & 6 for 8 hours volunteer work.

- Teaching and assisting classes (This may be applied toward volunteer hours if a stipend of 1:1 free class has not been utilized.
- Significant contributions to supporting the shows and fun matches such as Show Chair & Show Secretary
- Producing the Canine Capers Newsletter
- Organizing Club Events

- Promoting the Club at Events
- Serving on the Board of Directors, Serving as Training Director or Web Administrator
- Other activities as approved by the Board of Directors

Members must submit the Individual Volunteer Hours Form outlining their eight (8) hours of volunteer work to positivedogs@joplindogs.com or the Recording Secretary by the April General Meeting.