



AMERICAN
KENNEL CLUBSM

APPROVAL OF E-MAIL COMMUNICATION FOR USE BY PARENT CLUB BOARD OF DIRECTORS

If the laws of the state in which a parent club is incorporated allows for the use of electronic communication, a club may consider implementing this vehicle of communication.

We feel it is important that a distinction between holding meetings and conducting business be made:

Meetings – are defined as gatherings where attendees see and/or hear each other. This includes meeting (in person) “physically” in the same room or conducting a meeting by video conference or teleconference.

Business (voting) – can be conducted at meetings or through mail, fax or e-mail. In order for business to be conducted by e-mail the following precautions must be in place (and included in the bylaws):

- 1) every board member must be provided with the means to participate;
- 2) a procedure must be in place to verify the identity of the individuals participating to ensure that they are the eligible board members;
- 3) a mechanism must be in place to verify that the eligible board members are “listening”;
- 4) all board members must agree to participate in this manner.

There are pitfalls which must be pointed out. The use of e-mail communication establishes a written record which would be subject to discovery in any legal proceeding. Also, if any board member, contrary to the record, attests that he/she was not the person participating or was not provided with the means to participate, AKC might have no option but to nullify any actions taken.

Parent club boards which want to utilize electronic communication may submit their proposals to us before submitting them to their general membership for a vote. The wording contained above distinguishing between meetings and business would be acceptable.

If we can be of assistance please feel free to contact us.

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