

BYLAWS

ARTICLE I

Membership

SECTION 1. Eligibility. There shall be four types of membership (Single, Family, Associate, and Newsletter) open to all persons 18 years of age and older who are in good standing with The American Kennel Club, and who subscribe to the purposes of this club. While membership is to be unrestricted as to residence, the club's primary purpose is to be representative of breeders and exhibitors in its immediate area. All new prospective members shall be eligible for either an associate or newsletter membership. After a period of one year, associate members may apply for single/family membership in accordance with the procedures outlined in the by-laws.

Single (Regular) - Receives all club privileges including the right to hold office and vote. A Single membership is entitled to one (1) vote.

Family (Regular) – Receives all club privileges including the right to hold office and vote. A Family membership is entitled to (2) votes.

Associate – Receives all club privileges except the right to hold office or vote.

Newsletter – Receives a subscription to the newsletter.

SECTION 2. Dues. Dues are proposed by the Board of Directors and approved by the regular members. From time to time, the Board of Directors may propose increases in dues at the Annual Meeting as recommended by the club Treasurer. Proposals to increase dues shall be voted upon at the Annual meeting and must be approved by 2/3 of the regular members in attendance. Dues are payable on or before September 1st and must be paid no later than September 30th. No member may vote in elections or run for office whose dues are not paid for the current operating year prior to the annual election in August. Annual renewal notices will be mailed to all members with the newsletter that is published closest to the beginning of the renewal period.

SECTION 3. Election to Membership. Each applicant for new membership shall apply on a form as approved by the Board of Directors. All new members are eligible for associate memberships and newsletter subscription memberships. Accompanying the application, the prospective associate member shall submit dues payment for the current operating year. All applications are to be filed with the Membership Chair. The Membership Chair or a designated club officer will read each application at the first club meeting following its receipt.

(a) After a period of one year, associate members may apply for regular membership. At any time following the one-year associate membership anniversary, the prospective regular member may send a written request to the Membership Chair asking to become a regular member. The application will be voted upon by all regular members present at the next club meeting the associate member attends. Affirmative votes of 2/3 of the regular members present, voting by secret ballot at that meeting, shall be required to elect the applicant. Applicants for regular membership who have been rejected by the club may not reapply within six months after such rejection.

SECTION 4. Termination of Membership. Memberships may be terminated:

(a) *by resignation.* Any member in good standing may resign from the club upon written notice to the Secretary; but no member may resign when in debt to the club. Dues obligations are considered a debt to the club. Members in good standing who resign at or before the Annual meeting shall not be considered in debt to the club. Members who resign during the operating year shall not be entitled to a refund of dues paid.

(b) *by lapsing*. A membership will be considered lapsed and automatically terminated if such member's dues remain unpaid by August 31st of each year. However, the Board may grant an additional 30 days of grace to such delinquent members in meritorious cases. Only members that have paid their dues in full shall be allowed to vote at any club meeting.

(c) *by expulsion*. A membership may be terminated by expulsion as provided in Article VI of these bylaws.

ARTICLE II

Meetings and Voting

SECTION 1. *Club Meetings*. Meetings of the club shall be held not less than six times each year within the greater Charlotte area at such hour and place as may be designated by the Board of Directors. Written notice of the meeting schedule for the operating year shall be on the front page of every club newsletter, and posted on the club website. The quorum for such meetings shall be 20 percent of the regular members in good standing.

SECTION 2. *Special Club Meetings*. Special club 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 meeting of the Board. Special meetings also shall be called by the Secretary upon receipt of a petition signed by five regular members in good standing. Such special meetings shall be held within the Greater Charlotte area at such place, date, and hour as may be designated by a majority of the Board members present when the special meeting is called. The Secretary shall mail written notice of such a meeting to the general membership at least five days prior to the date of the meeting. The notice shall state the purpose of the meeting. No other club business may be transacted at the meeting. The quorum for such a meeting shall be 20 percent of the regular members in good standing.

SECTION 3. *Board Meetings*. Meetings of the Board of Directors shall be held not less than quarterly in the Greater Charlotte area at such hour and place as may be designated by the majority of the Board. The Secretary shall mail written notice of such a meeting to the Board members at least five days prior to the date of the meeting. The quorum for such a meeting shall be a majority of the Board.

SECTION 4. *Special Board Meetings*. The President may call special meetings of the Board. The Secretary also will call special Board meetings upon receipt of a written request signed by at least three members of the Board. Such special meetings shall be held in the greater area of Charlotte at such place, date, and hour as may be designated by a majority vote of the Board. The Secretary shall mail written notice of such meeting at least five days prior to the date of the meeting. Any such notice shall state the purpose of the meeting. No other business shall be transacted at the meeting. The quorum for such a meeting shall be a majority of the Board.

SECTION 5. *Voting*. Each single member in good standing is entitled to one vote at any meeting of the club at which he is present. Each adult in a family membership in good standing is entitled to one vote at any meeting of the club at which he is present. A family membership is entitled to a maximum of two votes. Proxy voting will not be permitted at any club meeting or election

ARTICLE III

Directors and Officers

SECTION 1. *Board of Directors*.

(a) The Board shall be comprised of the officers and 3 other directors, all of whom shall be regular members in good standing.

- (b) The President, Secretary and two directors shall be elected for two year terms at the club's annual meeting in odd numbered years as provided in Article IV and shall serve until their successors are elected.
- (c) The Vice President, Treasurer and one director shall be elected for two year terms at the club's annual meeting in even numbered years as provided in Article IV and shall serve until their successors are elected.
- (d) General management of the club's affairs shall be entrusted to the Board of Directors

SECTION 2. Officers. The club's officers will consist of the President, Vice President, Secretary, and Treasurer. Each officer shall serve in his respective capacities both with regard to the club and its meetings, and to the Board and its meetings. All officers and directors shall be required to attend a combination of 4 official club functions (meetings and events) in each operating year in order to fulfill the duties of their offices.

(a) The President shall preside at all meetings of the club and of the Board. The President shall have the duties and powers normally associated with the office of President, in addition to those specified in these by-laws.

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

(c) The Secretary shall keep a record of all meetings of the club and of the Board. The Secretary shall be responsible for correspondence, notifying members of meetings and results of elections as well as notifying prospective regular members of the results of their petition for membership status change. In addition, the Secretary shall carry out such other duties as are prescribed in these by-laws.

(d) The Treasurer shall collect and receive all moneys due or belonging to the club. Moneys shall be deposited in a bank designated by the Board, in the name of the club. The books shall at all times be open to inspection by the Board and a report shall be given at every meeting of the condition of the club's finances. The report shall include every item of receipt or payment not previously reported. The Treasurer also shall provide a report of all income and expenditures for the previous operating year at the annual meeting. The Treasurer shall be bonded in such amount as the Board of Directors shall determine.

SECTION 3. Vacancies. 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

The Club Year, Annual Meeting, Elections

SECTION 1. Club Year. The club's fiscal year shall begin on the first day of January and end on the last day of December. The club's operating year shall begin on September 1st and go through August 31st.

SECTION 2. Annual Meeting. The annual meeting shall be held in August, at which officers and directors for the ensuing year shall be elected 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 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. The Annual Meeting shall serve as the last meeting of the operating year.

SECTION 3. Elections. The nominated candidate receiving the greatest number of votes for each office shall be declared elected. The nominated candidates for other positions on the Board who receive the greatest number of votes for such positions shall be declared elected.

SECTION 4. *Nominations.* No person may be a candidate in a club election who is not a regular member by the Annual Meeting. In April, the Board shall select a Nominating Committee consisting of three members and two alternates, not more than one of who may be a member of the Board. The Secretary shall immediately notify the committeemen and alternates of their selection. The Board shall name a chairman for the committee and it shall be such person's duty to call a committee meeting, which shall be held on or before May 1st.

(a) The committee shall nominate one candidate for each office and position on the Board. After securing the consent of each person nominated, the Nominating Committee shall immediately report all nominations to the Secretary in writing.

(b) The Secretary shall notify all members in writing of the Nominating Committee's slate of candidates no later than 2 weeks before the June meeting. Publication in the newsletter and on the club's website shall serve as written notice. Any club member is entitled to receive a copy of the Nominating Committee's slate of candidates from the Secretary after May 15th.

(c) Additional nominations must be made in person at the June meeting. Only regular members in good standing may nominate candidates. The proposed candidate must either accept the nomination in person at the June meeting or notify the Secretary in writing of his acceptance no later than June 15th. No person may be a candidate for more than one position.

(d) Nominations cannot be made at the annual meeting or in any manner other than as provided in this Section.

ARTICLE V

Committees

SECTION 1. The Board may each year appoint standing committees to advance the work of the club in such matters as specialty shows, obedience trials, hunt tests, trophies, annual prizes, membership, breed rescue, and other fields which may well be served by committees. Such committees shall always 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. Any committee appointment may be terminated by a majority vote of the full membership of the Board upon written notice to the appointee. Moreover, the Board may appoint successors to those persons whose services have been terminated.

ARTICLE VI

Discipline

SECTION 1. *American Kennel Club Suspension.* Any member who is suspended from the privileges of The American Kennel Club automatically shall be suspended from the privileges of this club for a like period.

SECTION 2. *Charges.* Any member may prefer charges against another member for alleged misconduct prejudicial to the best interests of the club or the breed. Written charges with specifications must be filed with the Secretary together with a fee of \$50. The Secretary shall promptly send a copy of the charges to each member of the Board or present them at a Board meeting. The Board may refuse to hear the case. The purpose of the club is to bring together a diverse group of people united by an interest in the Vizsla breed. Member charges filed against another member can have unintended negative consequences for the club. As a result, the Board will not hear frivolous cases or cases without supporting evidence of the charges leveled.

When the Board agrees to hear a misconduct case, it shall fix a date for a hearing at the next regularly scheduled Board meeting. The Secretary shall promptly send one copy of the charges to the accused member by registered mail together with a notice of the hearing. The Secretary shall also include written assurance in the mailing that the defendant may personally appear in his own defense and bring witnesses if he wishes. If the defendant is unable to appear in his own defense, the Board may call a special meeting for the hearing at a

date that will accommodate all parties, but the date will be no later than the next regularly scheduled Board meeting.

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. If a majority of the Board present votes that the charges should be upheld, the Board may take one of three courses of action. The Board may 1. reprimand the defendant in writing, 2. suspend the defendant from all privileges of the club for up to six months from the date of the hearing, or 3. suspend the defendant from all club privileges for up to six months and recommend the membership expel the defendant from the club. Immediately after the Board has reached a decision, its finding shall be put in written form and filed with the Secretary. The Secretary shall notify each of the parties of the Board's decision and penalty.

SECTION 4. *Expulsion.* Expulsion of a member from the club may be accomplished only at a meeting of the club 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 between 30-60 days after the date of the Board's recommendation of expulsion. The President shall read the charges and the Board's finding and recommendation. The Board shall invite the defendant, if present, to speak in his own behalf though no evidence shall be taken at this meeting. The regular members shall then vote by secret ballot on the proposed expulsion. A 2/3 vote of the regular members present shall be necessary for expulsion. If expulsion is not so 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 Secretary signed by 20 percent of the regular membership in good standing. Amendments proposed by such petition shall be promptly considered by the Board of Directors and must be submitted to the members with the recommendations of the Board by the Secretary for a vote within three months of the date when the Secretary received the petition.

SECTION 2. The bylaws may be amended by a 2/3 vote by secret ballot of the regular members present and voting at any regular or special meeting called for that purpose, provided the proposed amendments have been included in the notice of the meeting and mailed to each member at least two weeks prior to the date of the meeting.

ARTICLE VIII

Dissolution

SECTION 1. The club may be dissolved at any time by the written consent of not less than 2/3 of the entire membership in good standing. In the event of the dissolution of the club other than for purposes of reorganization, whether voluntary or involuntary or by operation of law, none of the property of the club or proceeds thereof nor any assets of the club shall be distributed to any members of the club. After payment of the debts of the club, its property and assets shall be given to a charitable organization for the benefit of dogs selected by 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 last meeting

Report of President

Report of Secretary

Report of Treasurer

Reports of 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 minutes of last meeting

Report of Secretary

Report of Treasurer

Reports of committees

Unfinished business

New business

Adjournment

ARTICLE X

Parliamentary Authority

SECTION 1. The rules contained in the current edition of "Robert's Rules of Order, Newly 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.