

PROPOSED BYLAWS REVISION TO CONFORM TO AKC REQUIREMENTS
Approved by the Board of Directors on July 9, 2002

TALLAHASSEE HUNTING RETRIEVER CLUB, INC.
CONSTITUTION AND BYLAWS

CONSTITUTION
ARTICLE I
Name and Objects

SECTION 1. The name of the club shall be the Tallahassee Hunting Retriever Club, Inc., hereinafter called the "Club."

SECTION 2. The home of the Club shall be in Thomasville, Georgia.

A. The Club's location may be moved to any site in Florida or Georgia by a simple majority vote of the membership, after proper notice.

B. The duration of the Club shall be perpetual, or until it is dissolved. The dissolution of the Club may be achieved by a vote of all members by mail, with a two-thirds majority of the entire membership required. A voting member must be a member in good standing.

SECTION 3. The objects of the Club shall be:

A. To conduct hunt tests and sanctioned matches under the rules of the American Kennel Club, Inc., hereinafter referred to as the AKC.

B. To further the advancement of field performance in retriever breeds of purebred dogs.

C. To make provisions for awards to recognize meritorious achievements in the field of conservation and/or sportsmanship accomplished in association with Club activities, or with retriever gun dogs in the field.

D. To promote the cause of wildlife conservation and good sportsmanship.

E. To publish a bulletin periodically, at least once each quarter, to its membership, keeping them informed as to the outcome of each hunt test, and of items of interest to the membership.

SECTION 4. The Club shall not be conducted or operated for profit and no part of any profits or remainder or residue from dues or donations or other income to the Club shall inure to the benefit of any member or individual associated with the Club.

BYLAWS
ARTICLE II
Membership

SECTION 1. *Membership and Dues.*

A. Membership is open to all persons in good standing with the AKC, and who are sponsored by a member of the Club. A membership includes the member and his or her spouse and the immediate member of the member's family household. Each membership group, when applicable, is entitled to only one vote in toto; however, a married couple may hold two memberships and in such case each shall be entitled to a vote.

B. Each applicant for membership shall apply to the Secretary of the Club. Applicants shall complete necessary forms in reference to address and pertinent information requested by the Club, including the name of the individual sponsoring him or her. Upon payment of dues to the Club Treasurer, he or she shall be considered a member of the Club. New members accepted after July 1 of each year shall be considered paid through the end of the next fiscal year.

C. A member shall be considered in "good standing" if he or she is a member in good standing with the AKC and is not delinquent with respect to his or her membership dues payment.

D. Classes of membership and the amount of dues for each class shall be set by the Board of Directors at the beginning of each year. Dues will be delinquent if unpaid by March 31 of each fiscal year.

SECTION 2. *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 of the Club.

B. *By lapsing.* A membership shall be considered lapsed and automatically terminated if dues remain unpaid after the end of any grace period; provided, however, that the Board may extend a grace period at its discretion. In no case may a person be entitled to vote at any club meeting whose dues are unpaid as of the date of that meeting. If the membership of a member is allowed to lapse and such membership remains lapsed for more than 3 months, he or she will have to be considered a new applicant if he or she desires once again to join the Club.

C. *By expulsion.* A membership may be terminated by expulsion as provided in Article VII of these bylaws.

ARTICLE III Meetings and Voting

SECTION 1. *Club Meetings.*

A. The annual membership meeting will held by January 31 of each year, at such hour and place as may be designated by the Board of Directors. Written notice shall be mailed by the Secretary at least 10 days prior to the date of the meeting. A quorum shall consist of 25 percent of the members in good standing.

B. Special meetings of the Club membership may be called by the President or by a majority of the Board of Directors, or by a petition signed by at least 20 percent of the Club members in good standing.

C. Only Club members in good standing will be allowed to vote in any meetings of the Club.

SECTION 2. *Board of Directors Meetings.*

A. The Board of Directors shall meet at least once a year to elect officers and set the plans and dates of the Club's activities and policies for the coming season. The President shall normally set the time, date, and place for the meetings of the Board of Directors. Written notice of each Board of Directors meeting shall be mailed by the Secretary at least five days prior to the date of the meeting. The quorum for such a meeting shall be a majority of the Board of Directors.

B. Special meetings of the Board of Directors shall be called by the President or shall be called upon petition by a two-thirds majority of the full Board of Directors. Special meetings called by the Board's petition shall be held not later than 30 days after the date of the petition, and preferably on the date requested by the petitioners. Written notice of such meeting shall be mailed by the Secretary at least five days and not more than 10 days prior to the date of the meeting. Any notice shall state the purpose of the meeting and not other business shall be transacted at that meeting. The quorum for such a meeting shall be a majority of the Board of Directors.

C. Any action to be taken at a meeting of the Board of Directors may be taken without a meeting if a consent in writing setting forth the action to be taken is signed by all of the directors and any further requirements of law pertaining to such consents have been complied with.

SECTION 3. *Voting.* Each 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.

ARTICLE IV
Directors and Offices

SECTION 1. *Board of Directors.*

A. The Board of Directors shall be the governing body of the Club. It shall be vested with the control of the Club, its property, activities, management, awards, and the setting of hunt test dates. In the event of any dispute over the intent and the meaning of the bylaws, the Board of Directors shall have the power to interpret the bylaws and settle any disputes.

B. The Board of Directors shall be comprised of 13 members for 3-year staggered terms as follows: beginning January 2000, four members shall be elected to serve for a term of 3 years; four members shall be elected to serve for a term of 2 years; and five members shall be elected to serve for a term of 1 years. For the year beginning January 2001, five members shall be elected to serve for a term of 3 years. At the annual meeting of the membership for each year thereafter, four or five members shall be elected for a term of 3 years. Members shall serve until their successors are elected.

C. A Nominating Committee shall be appointed by the President before the annual meeting of the membership for election of new Board of Directors members, and the committee shall consist of three members not more than one of whom may be a member of the Board whose term is not up for reelection. The President shall name a chairman for the committee and it shall be such person's duty to call a Nominating Committee meeting, which shall be held at least 3 months before the annual meeting. The Nominating Committee shall nominate the number of directors to be elected each year, and after securing the consent of each person so nominated, shall report their nominations to the Secretary in writing at least 2 months before the annual meeting. After the Nominating Committee has submitted its slate of directors to the Secretary, any member shall have the right upon contacting the Secretary to obtain a list of the nominees as proposed by the Nominating Committee.

D. Nominations shall be accepted by the President from the floor at the meeting of the membership for the election of the Board members after the Nominating Committee has made its recommendations and presented its candidates.

E. Any vacancies on the Board of Directors will be filled by a special general election to be held within 60 days of the vacancy. Written notification of such election shall be sent to the general membership within 30 days. The office of President shall be replaced by the Vice President and a new Vice President shall be elected by the Board of Directors.

F. Only amateur members of the Club will be eligible to serve as an officer or a member of the Board of Directors.

G. The Board of Directors shall meet at least once each year, with the first meeting as set out in Article V to elect officers and set the plans and dates of the Club's activities and policies for the coming season. Any proposals or requests from the membership for significant changes in Club policies and procedures to be considered by the Board of Directors must be submitted to the President prior to a meeting of the Board of Directors. The Board of Directors will entertain requests for test dates and Club tests, picnics, socials, and any other activity of the Club with regard to dates and places, and act accordingly, keeping the best interests of the Club in mind.

H. Officers and other directors shall not receive any stated salary or other compensation for their services; however, any officer, director, or member representing the Club on official business shall, with the approval of the Board of Directors, be entitled to incur expenses and be reimbursed for such expenses.

SECTION 2. Officers. The Club's officers shall consist of the President, Vice President, Secretary, and Treasurer.

A. The President shall:

1. Preside at all meetings of the members of the Club and of the Board of Directors, and shall have the duties and powers normally appurtenant to the office President, in addition to those specified in the bylaws.
2. Appoint the Hunt Test Committee and the Hunt Test Secretary as provided for in Article VI, and any ad hoc committees that will serve in the best interest of the Club.
3. Represent the Club at any events calling for a representative of the Club, or with the advice and consent of the Board of Directors, appoint a designee(s) to represent the Club in his or her place.

B. The Vice President shall have the powers to exercise the duties of the President in the event of his or her absence, death, or incapacity.

C. The Secretary shall keep a record of all meetings of the Club and of the Board of Directors, and all other matter of records required for the operation of the Club. He or she shall have charge of all correspondence other than that carried on by the Hunt Test Secretary in the discharge of his or her duties. The Secretary shall notify the members and the directors of any meeting, notify officers and directors of their election to office, and keep a roll of the Club members with their current address and records. He or she shall carry out all other duties as prescribed by the bylaws.

D. The Treasurer shall be in charge of all of the Club's finances as Chief Financial Officer. He or she shall bill and collect all dues for the fiscal year and make a report to the President as to the members considered delinquent. He or she shall pay all routine Club bills and collect all fees owing the Club. The Treasurer shall be bonded in an amount as decided by the Board of Directors and shall prepare all checks for payment of Club debts, sign same. The Treasurer shall furnish to the Board of Directors monthly

or quarterly a statement of cash receipts and disbursements. The treasurer shall furnish to the membership a statement of cash receipts and disbursements at the annual meeting. The statement shall include a breakdown of monies received and disbursed by major categories. An audit may be requested by a majority of the Board of Directors at any time.

ARTICLE V

Club Year and Annual Meeting

SECTION 1. *Club Year.* The fiscal year of the Club shall be from January 1 of each year through December 31 of each year.

SECTION 2. The annual meeting of the Club for the election of directors shall be held by January 31 of each year.

ARTICLE VI

Committees

SECTION 1. The Hunt Test Committee and Hunt Test Secretary shall be appointed by the President from time-to-time with the help and advice of the Board of Directors. The Hunt Test Committee shall consist of the President, Secretary, Chief Game Steward, Captain of Guns, Marshal, Treasurer, and any other appointee as deemed necessary by the President.

SECTION 2. The Hunt Test Committee is empowered to eject any person, member or nonmember from any Club-sponsored hunt test or other function for misconduct. The Hunt Test Committee is recognized by the AKC as an arm of their organization at Hunt Tests, and is empowered by them to act as such, under the "Guide for Hunt Test Committees in Dealing with Misconduct at Hunt Tests."

SECTION 3. The Board of Directors may each year appoint standing committees to advance the work of the Club in such matters as hunt tests, trophies, annual prizes, membership, and other fields which may well be served by committees. Such committees shall always be subject to the final authority of the Board of Directors. Special committees may also be appointed by the Board of Directors to aid it on particular projects.

SECTION 4. 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 persons whose services have been terminated.

SECTION 5. There may be an advisory committee to the Board of Directors composed of all of the professional trainers that are members of the Club.

ARTICLE VII Discipline

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

SECTION 2. *Charges.* Any member may prefer charges against a 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. The Secretary shall promptly send a copy of the charges to each member of the Board of Directors or present them at a Board of Directors 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 for a hearing by the Board not less than 3 weeks nor more than 6 weeks thereafter. The Secretary shall promptly send one copy of the charges to the accused member by registered mail together with a notice of the hearing and an assurance that the defendant may personally appear in his or her own defense and bring witnesses if he or she wishes.

SECTION 3. *Board Hearing.* The Board shall have complete authority to decide whether counsel may attend the hearing. Should the charges be sustained after hearing all the evidence and testimony presented by complainant and defendant, the Board may by a majority vote of those present suspend the defendant from all privileges of the Club for not more than 6 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 or her fellow members at the ensuing club meeting which considers the Board's recommendation. Immediately after the Board has reached a decision, its finding shall be put in written form and filed with the Secretary. The Secretary, in turn, shall notify each of the parties of the Board's decision and penalty, if any.

SECTION 4. 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 or her own behalf, though no evidence shall be taken at this meeting. The President shall read the charges and the Board's finding and recommendation, and shall invite the defendant, if present, to speak in his or her own behalf if he or she wishes. The members shall then vote by secret ballot on the proposed expulsion. A two-thirds vote of those present and voting at the meeting shall be necessary for expulsion. If expulsion is not so voted, the Board's suspension shall stand.

ARTICLE VIII
Amendments

SECTION 1. Amendments to the bylaws and constitution may be proposed by the Board or by written petition addressed to the Secretary signed by 20 percent of the membership in good standing. Amendments proposed by such petition shall be promptly considered by the Board and must be submitted to the members with recommendations of the Board by the Secretary for a vote within 3 months of the date when the petition was received by the Secretary.

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

ARTICLE IX
Dissolution

SECTION 1. The Club may be dissolved at any time by the written consent of not less than two-thirds of the members. In the event of the dissolution of the Club, whether voluntary or involuntary, or by operation of 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. However, after payment of the debts of the Club, its property and assets shall be given to a charitable organization for the benefit of dogs, such organization to be selected by a simple majority vote of the entire Board of Directors.

ARTICLE X
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 Board Members (at annual meeting)
- Unfinished Business
- New Business
- Adjournment

SECTION 2. At meeting of the Board of Directors, 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 XI
Parliamentary Authority

SECTION 1. The rules contained in the current edition of “Robert 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.