

# **Twin Cities German Wirehaired Pointer Club Constitution and Bylaws**

## **Constitution Article 1 Name and Objects**

Section 1. The Name of the Club shall be Twin Cities German Wirehaired Pointer Club.

Section 2: The Objects of the Club shall be:

- a) to encourage and promote the quality breeding of purebred German Wirehaired Pointers and to do all possible to bring their natural qualities to perfection.
- b) to urge member and breeders to accept the standard of the breed as approved by the American Kennel Club as the only standard of excellence by which the German Wirehaired Pointer shall be judged.
- c) to do all in it's power to protect and advance the interests of the breed by encouraging sportsman like conduct at all American Kennel Club functions.
- d) to conduct sanctioned and licensed specialty shows, Field trials; hunt tests and obedience trials under the rules of the American Kennel Club.

Section 3. The Club shall not be conducted or operated for profit and no part of any profits or remainder or residue from dues or donations to the Club shall be to the benefit of any member or individual.

Section 4. The member of the Club shall adopt and may from time to time revise such by-law as may be required to carry out these objectives.

## **By-Laws Article I Membership**

Section 1. Eligibility

a.) There shall be three types of membership open to all persons eighteen years of age and older who are in good standing with the American Kennel Club and who subscribed to the purposes of this club:

- 1.) Single Membership - one vote
- 2.) Family Membership - two votes
- 3.) Life Membership - one vote pre membership

b.) While membership is to be unrestricted as to residence the Club's primary purpose is to be representative of the breeders in it's immediate area.

Section 2. Dues

- a) Single membership and family membership dues shall be set by the Board of Directors. A 2/3 affirmative vote of the Board of Directors shall be required to change the dues.
- b) Dues are payable on or before the Annual Meeting/Awards Banquet to be held in January of every year. No member may vote whose dues are not paid for the current year.
- c) During the month of November the Treasurer shall send to each member a statement of dues for the ensuing year.

Section 3. Election to Membership

- a) Each application for membership shall apply on a form approved by the Board of Directors and which shall provide that applicant agrees to abide by these by-laws and rules of The American Kennel Club. The application shall state the name, address, and occupation of the applicant. Accompanying the application, the prospective member shall submit dues payment for the current year.
- b) All applications are to be field with the Treasurer and each application is to be read at the first meeting of the Club following its receipt. At the next meeting Club members present and voting at the meeting shall be required to elect the applicant.
- c) Applicants for 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 obligation are considered a debt to the Club and they become incurred on the first day of each fiscal year.
- b) by lapsing. A membership will be considered as lapsed and automatically terminated if such member's due remain unpaid 90 days after the first day of each fiscal year, however, the board may grant an additional 90 days of grace to such delinquent members in meritorious cases. In no case may a person be entitled to vote at any Club meeting whose dues are unpaid as of the date of the meeting.
- c) by expulsion. A membership may be terminated by expulsion as provided in Article VI of these by-laws.

## **Article II Meetings and Voting**

Section 1. Club Meetings. Meetings shall be held in the "Greater Minneapolis/St. Paul, Minnesota" area on the second Wednesday of each month, at such hour and place as may be designated by the Board of Directors. Written notice of each meeting shall be mailed by the secretary at least 10 days prior to the date of the meeting. The quorum for such meetings shall be 20% of the members in good standing.

Section 2. Special Club Meetings. Special Club meetings may be called by the President, or such by a majority vote of the members of the Board who are present and voting at any regular or special meeting of the Board; and shall be called by the Secretary upon receipt of a petition signed by 20% of the members of the Club who are in good standing. Such special meetings shall be held in the "Greater Minneapolis/St. Paul, Minnesota" area at such place, date, and hour as may be designated by the person or person authorized herein to call such meetings. Written notice of such a meeting shall be mailed by the Secretary at least 5 days and no 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 a meeting shall be 20% of the members in good standing.

Section 3. Board Meetings. Meetings of the Board of Directors shall be held in the "Greater Minneapolis/St. Paul, Minnesota" area on the second Wednesday of each month (11 times each year), prior to the general Club Membership meeting on an as needed basis. Written notice of each such meeting shall be mailed by the Secretary or designated Board Member to each member of the Board at least 10 days prior to the date of the meeting. Quorum for such a meeting shall be a majority of the board.

Section 4. Special Board Meetings. Special meetings of the Board may be called by the President; and shall be called by the Secretary upon receipt of a written request signed by at least three members of the Board. Such Special meetings shall be held in the "Greater Minneapolis/St. Paul, Minnesota" area at such place, date, and hour as may be designated by the person authorized herein to call such meeting. Written notice of such meeting shall be mailed by the Secretary at least 5 days and not more than 10 days prior to the date of the meeting, or telegraphic notice shall be filed at least 3 days and not more than 5 days prior to the date of the meeting. Any such notice shall state the purpose of the meeting and no other business shall be transacted thereat. A quorum for such a meeting shall be the majority of the board.

Section 5. 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/she is present. Proxy voting will not be permitted at any Club meeting or election.

### **Article III Directors and Officers**

Section 1. Board of Directors. The Board shall be comprised of the officers and five (5) other persons, all of whom shall be members in good standing and all of whom shall be elected for ~~one-year~~ terms as defined in Section 4 at the club's annual meeting as provided in Article IV and shall serve until their successors are elected. General management of the club's affairs shall be entrusted to the board of directors.

Section 2. Officers. The Clubs officers consisting of the President, Vice President, Secretary, and Treasurer shall serve in their respective capacities both with regard to the club and its meetings and the board and its meetings.

- a. The President shall preside at all meetings of the club and of the board and shall have the duties and powers normally applicable to the office of President in addition to those particularly 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 and of all matters of which a record shall be ordered by the club; have charge of the correspondence, notify members of meetings, notify new members of their election to membership, notify officers and director of their election to office, keep roll of the members of the club with their addresses, and carry out such other duties as are prescribed in these bylaws.
- 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 report shall be given at every meeting on the condition of the club's finances and every item of receipt of payment not before reported, and at the annual meeting an accounting shall be rendered of all moneys received and expended during the previous fiscal year. 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.

Section 4. Terms. Officers and Directors will be elected to two year terms with half of the positions being elected every year. The President, Treasurer and 2 Board Positions elected together and the Vice President, Secretary and 3 Board Positions elected together on alternating years.

### **Article IV The Club Year, Annual Year, Elections**

Section 1. Club Year. The Club's Fiscal Year shall begin on the first day in January and end on the 31<sup>st</sup> day of December. The Club's official year shall begin immediately at the conclusion of the election at the annual meeting 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 January at which the officers and Directors for the ensuing year shall be elected by secret written ballot from among those nominated in accordance with Section 3 of this Article.

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

Section 4. Nominations. No person may be a candidate in a Club election who has not been nominated. During the month of November the Board shall select a Nominating Committee consisting of three members and two alternates, not more than one who may be a member of the Board. The Secretary shall immediately notify the committeemen and their alternates of their selection. The Board shall name a Chairman for the Committee and it shall be his/her duty to call a committee meeting which shall be held on or before November 31<sup>st</sup>.

- a) ~~a)~~-The committee shall nominate one candidate for each office and ~~five~~ candidates for the ~~five~~ other positions on the Board based upon the position to be elected that year (see Article 3 Section 4), and after securing the consent of each person so nominated, shall immediately report their nominations to the Secretary in writing.
- b) ~~b)~~ Upon receipt of the Nominating Committee's report, the Secretary shall before the second Wednesday in December, notify each member in writing of the candidates so nominated and a brief biography of the candidates activities and participation within the club.
- c) ~~c)~~ Additional nomination's may be made at the December meeting by any member in attendance provided that the person so nominated does not decline when his/her name is proposed, and provided further that if the proposed candidate is not in attendance at this meeting his/her proposed shall present to the Secretary a written statement from the proposed candidate signifying his/her willingness to be a candidate. No person may be a candidate for more than one position.
- d) ~~d)~~ Nominations cannot be made at the annual meeting or in any manner than as provided in the Section.

## **Article V Committees**

Section 1. The Board will each year appoint standing committees to advance the work of the Club.

Section 2. Committees will ~~b-e~~ appointed at the Annual Meeting/Awards Banquet for the following; specialty show, field trial, hunt test, and Game Fair. Committees will report either in person or in writing at each monthly meeting.

Section 3. 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 ~~B~~-oard 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 a member for alleged misconduct prejudicial to the breed interest of the Club or breed. Written charges with specification must be filed in duplicate with the Secretary together with a deposit of \$10.00 which shall be forfeited if such charges are not sustained by the Board following a hearing. The Secretary shall promptly send a 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 interest of the Club or breed. If the Board considers that the charges do not allege conduct which would be prejudicial to the best interest of the Club or breed, it may refuse to entertain jurisdiction. If the Board entertains jurisdiction for the charges, it shall fix a date of hearing by the Board not less than three weeks nor more than six weeks thereafter. The Secretary shall promptly send one copy of the charges to the accused member by registered mail together with the notice of the hearing and assurance that the defendant may personally appear in his/her own defense and bring witnesses he/she wished.

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 evidence and testimony presented by complainant and defendant the Board may by 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 Secretary. The Secretary, in turn, shall notify each of the parties of the Board's decision and penalty, of 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 the Article. Such proceedings may occur at a regular or special meeting of the club to be held with 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 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 own behalf if he wishes. The members shall then vote by secret ballot on the proposed expulsion. A 2/3 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 VII Amendments**

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

Section 2. The constitution and by-laws may be amended by a 2/3 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 two weeks prior to the date of the meeting.

## **Article VIII Dissolution**

Section 1. Dissolution. The Club may be dissolved at any time by the written consent of not less than 2/3 of the members. In the event of the dissolution of the Club other than for the purpose of reorganization 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 but after the 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 meeting 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 meeting
- Report of the President
- Report of the Vice President
- Report of the Secretary
- Report of the Treasurer
- Reports of Committees
- Election of Officers (at annual meeting)
- Introduction of new members
- Unfinished business
- New Business
- Adjournment

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

- Reading of the minutes of the last meeting
- Report of the secretary
- Report of the treasurer
- Report of Committees
- Unfinished business
- New business
- Adjournment.

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