KEYSTONE VIZSLA CLUB OF PA

CONSTITUTION

ARTICLE I

Name and Objects

SECTION 1. The name of the club shall be Keystone Vizsla Club of Pennsylvania

SECTION 2. The objects of the club shall be:

(a) to provide guidance, assistance and companionship to Vizsla owners and admirers who wish to explore and experience the versatile aspects of the Hungarian Vizsla.

(b) to encourage and promote quality in the breeding of purebred Vizslas and to do all possible to bring their natural qualities to perfection.

(c) to urge members and breeders to accept the standard of the breed as approved by The Vizsla Club of America and The American Kennel Club as the only standard of excellence by which Vizslas shall be judged.

(d) to do all in its power to protect and advance the interests of the breed by encouraging sportsmanlike competition at dog shows, obedience trials, agility trials, tracking tests, field trials, hunting tests, and any other event for which the club is eligible under the Rules and Regulations of the American Kennel Club.

SECTION 3. The club shall not be conducted or operated for profit. No part of any profits or remainder or residue from dues or donations to the club shall inure to the benefit of any member or individual, except that the organization shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth herein.

SECTION 4. The members of the club shall adopt such by-laws as may be required to carry out these objectives. From time to time, the membership may revise the by-laws.

BYLAWS

ARTICLE I

Membership

SECTION 1. *Eligibility*. There shall be four (4) types of membership: Regular (Individual), Household (Dual), Volunteer memberships, and Life memberships, 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 unrestricted as to residence, the club's primary

purpose is to be representative of breeders, exhibitors and vizsla owners in Pennsylvania and surrounding areas.

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

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

Volunteer Member- Volunteer workers at club events are extended free club memberships while so employed. These are non-voting memberships.

Life Member- Individual designated by the board of directors to receive a complimentary lifetime membership in return for meritorious service to the club and the breed. A Life member is entitled to one (1) vote.

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 changes in dues as recommended by the club Treasurer. Notice of possible change in dues will be posted to the membership at least 10 days before a meeting to vote on those changes. Proposals to change dues shall be voted upon at the next meeting and must be approved by a majority of the members in attendance. Dues are payable on or before January 1st and must be paid no later than the end of February. 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 November. Annual renewal notices will be emailed to all members. Dues as of this writing are $25 for Regular memberships and $30 for Household memberships. There is a small processing fee added to dues paid on PayPal.

SECTION 3. *Election to Membership*. Each applicant for new membership shall apply on a form as approved by the Board of Directors. Accompanying the application, the prospective member shall submit dues payment for the current operating year, prorated by the membership secretary based on the time of the 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.

The application will be voted upon by all regular members present at the next club meeting. Affirmative votes of a majority of the members present, voting 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. Probationary memberships are not permitted.

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. obligations other than dues are considered a debt to the club and must be paid in full prior to resignation.

(b) *by lapsing.* A membership will be considered lapsed and automatically terminated if such member's dues remain unpaid within 30 days. 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 suspension.* A membership may be suspended as provided in Article VI of these bylaws.

ARTICLE II

Meetings and Voting

SECTION 1*. Club Meetings.* Meetings of the club shall be held at least four times a year, typically in February, May, August and November at such hour and place as may be designated by the Board of Directors, including via teleconference or video conference. Notice of the meeting schedule for the upcoming year may be posted on the club website. The quorum for such meetings shall be 20 percent of the regular members in good standing, or failing that, a majority vote of the board of directors. The club secretary will notify members by email and posting to the club website notice for the next meeting at least 10 days in advance of said meeting. Additional meetings limited to board members may be called by the president and/or board of directors to address special issues or opportunities for the club.

SECTION 2. *Voting.* Each single member in good standing and whose dues are paid for the current year is entitled to one vote at any meeting of the club at which he/she 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/she 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 regarding the club and

its meetings, and to the Board. 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. 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. 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. 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 always 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 year at the first meeting of the new 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.

ARTICLE IV

The Club Year, Annual Meeting, Elections

SECTION *1.* *Club Year.* The club's fiscal and operating year shall begin on the first day of January and end on the last day of December.

SECTION 2. *Annual Meeting.* The annual meeting shall be held in November, at which officers and directors for the ensuing year shall be elected 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.

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. No later than May of each year, the Board shall appoint a Nominating Committee and designate a chair for that committee and it shall be such person's duty to call a committee meeting, which shall be held within a time period acceptable to the board.

(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 by email.

(b) The Secretary shall notify all members by email of the Nominating Committee's slate of candidates. Publication on the club's website shall serve as written notice to the membership.

(c) Additional nominations must be made on or before the August meeting. Only regular members in good standing may nominate candidates. The proposed candidate must accept the nomination on or before the November meeting. No person may be a candidate for more than one position.

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 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 **all** the privileges of The American Kennel Club automatically shall be suspended from the privileges of this club for a like period.

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, or…

SECTION 2. The Constitution and bylaws may be amended by a 2/3 vote 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 emailed 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

At meetings of the club, the order of business 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

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.