

6/9/12

CONNECTICUT VALLEY VIZSLA CLUB
CONSTITUTION AND BY-LAWS

CONSTITUTION

SECTION 1. The name of the club shall be the Connecticut Valley Vizsla Club, Inc. ("CVVC")

SECTION 2. The objectives and purposes of the club shall be:

- a. To encourage and promote quality in the breeding of purebred vizslas and to do all possible to bring their natural qualities to perfection;
- b. To urge members and breeders to accept the standard of the vizsla breed as developed by the Vizsla Club of America, Inc. and approved by The American Kennel Club as the only standard of excellence by which vizslas shall be judged;
- c. To promote cooperation and friendship among breeders and owners of vizslas;
- d. To work actively to protect and advance the interests of the vizsla breed by encouraging sportsmanlike conduct;
- e. To conduct events sanctioned and licensed by The American Kennel Club and such other events as are beneficial to the vizsla breed.
- f. To support research and educational work to reduce and/or eliminate detrimental congenital characteristics in the breed.

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 ever inure to the benefit of any member or individual.

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

BY-LAWS

ARTICLE I – MEMBERSHIP

SECTION 1 – ELIGIBILITY. There shall be the following types of membership open to all persons 18 years of age and older (with the exception of the Junior Membership) who are in good standing with the American Kennel Club and who subscribe to the purposes and objectives of this club. This does not preclude honorary memberships as voted upon. Honorary members shall have no vote in club affairs.

Types of Membership

Regular (Individual) – Enjoys all club privileges including the right to vote and hold office.

Household – Two (2) adult members residing in the same household, each eligible to vote and hold office.

Associate Individual or Associate Household – Enjoys all club privileges except the right to vote and hold office.

Honorary – An individual who has made a significant contribution to the sport, breed or club. Honorary members pay no dues and are not eligible to vote or hold office, but can maintain regular (or household) membership if they pay dues.

There shall also be a *Junior Membership* open to children under eighteen (18) years of age. Junior members are not eligible to vote or hold office. A junior membership may automatically convert to a *Regular (Individual)* membership at age eighteen (18).

While membership is to be unrestricted as to residence, the club's primary purpose is to be representative of the breeders and members in its immediate area.

SECTION 2 – DUES. Membership dues shall not exceed fifty dollars (\$50) per year, payable on or before the first day of July of each year. Dues payment shall be made by check or money order. Cash payments shall not be accepted. A member whose dues are not paid for the current year may not vote. During the month of June, the Vice President shall send each member a statement via postal or electronic mail of dues owed for the ensuing year.

SECTION 3 – ELECTION TO MEMBERSHIP. Each applicant for membership shall apply on a form as approved by the Board that provides the applicant agrees to abide by the Constitution and Bylaws of the American Kennel Club, and the Constitution, Bylaws and Code of Ethics of the club. The application shall state the name, address, and occupation of the applicant, and it shall carry the endorsement of two members in good standing. Accompanying the application, the prospective member shall submit dues payments for the current year.

Each application filed with the club shall be read at the first meeting of the club following its receipt. The membership shall be notified of each such application through the Minutes of that meeting distributed via postal or electronic mail and will have fourteen (14) days from receipt of such notification to object to such application. Any such objections shall be in writing signed by the member and sent to the Recording Secretary.

If the Recording Secretary receives no objection, the applicant(s) shall be voted upon at the next regularly scheduled club meeting. If there is an objection, the Board of Directors will review the application and objection and make a recommendation at the next regularly scheduled

General Membership Meeting. Final vote upon such application will be rendered by the membership at the meeting. An affirmative vote of two-thirds (2/3) of the members present and voting shall be required to elect the applicant(s). Any applicant for membership whose application has been rejected by the club may not reapply within the six months following such rejection.

If an approved applicant's membership would start between January 1st and June 30th, the dues for that first year of membership will be one-half (½) of the regular yearly membership rate.

SECTION 4 – TERMINATION OF MEMBERSHIP. Membership may be terminated:

- a. By resignation. Any member in good standing may resign from the club upon writing notice to the recording 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 as lapsed and automatically terminated if such a member's dues remain unpaid ninety (90) days after the first day of the fiscal year however, the Board of Directors may grant an additional ninety (90) days of grace to such delinquent members in meritorious cases. In no case may a person whose dues are unpaid as of the date of the club meeting be entitled to vote at that 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. Regular Membership Meetings of the club shall be held at least six (6) times each fiscal year within fifty (50) miles of greater New Haven at such hour and place as may be designated by the Board. Written notice of each such meeting shall be provided by the Recording Secretary to the membership via postal or electronic mail at least 10 days prior to the date of the meeting and shall contain date, place, and time of the meeting. The quorum for meetings shall be equal to twenty percent (20%) of the members in good standing.

The dates of all regular general membership meetings in a fiscal year shall be established at the first regular Board meeting in that fiscal year and the Schedule of Meetings shall be distributed by the Recording Secretary to the members in the Minutes of that meeting provided via postal or electronic mail.

SECTION 2 – SPECIAL CLUB MEETINGS. Special General Membership Meetings may be called by the President or by a majority vote of the Board who are present and voting at any regular or special meeting of the Board; and shall be called by the Recording Secretary upon receipt of a petition signed by five (5) members of the club who are in good standing. Such special meetings shall be held within fifty (50) miles of greater New Haven at such place, date, and hour as may be designated by the person(s) authorized above to call such meetings. Written notice of each such a meeting shall be provided by the Recording Secretary to the membership via postal or electronic mail at least five (5) days and not more than fifteen (15) days prior to the date of the meeting, and shall state the purpose of the meeting, (at this special meeting, no other club business may be transacted). The quorum for such a meeting shall be equal to twenty percent (20%) of the members in good standing.

SECTION 3 – BOARD MEETINGS. Regular board meetings of the club shall be held at least six (6) times each fiscal year within fifty (50) miles of greater New Haven at such hour and place as may be designated by the Board. Written notice of each such meeting shall be provided by the Recording Secretary to the membership via postal or electronic mail at least ten (10) days prior to the date of the meeting and shall contain date, place, and time of the meeting. The quorum for meetings shall be a majority of the Board. The first board meeting of each fiscal year shall be held within six (6) weeks after the annual elections.

SECTION 4 – SPECIAL BOARD MEETINGS. Special Board Meetings may be called by the President; and shall be called by the Recording Secretary upon receipt of a petition signed by at least three (3) members of the Board. Such special meetings shall be held in within fifty (50) miles of greater New Haven at such place, date, and hour as may be designated by the person(s) authorized above to call such meetings. Written notice of each such meeting shall be provided by the Recording Secretary to the membership via postal or electronic mail at least five (5) days and not more than ten (10) days prior to the date of the meeting, and shall state the purpose of the meeting (at this special meeting no other club business may be transacted). The quorum for such a meeting shall be a majority of the Board.

SECTION 5 – VOTING. Each voting 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 such member is present. Proxy voting shall not be permitted at any Club meeting or election.

ARTICLE III – DIRECTORS AND OFFICERS

SECTION 1 – BOARD OF DIRECTORS. The Board of Directors (“Board”) shall be comprised of five elected officers and five other club members, each of whom is a member in good standing. Each of these ten (10) members constituting the Board shall be elected for one-year terms 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.

SECTION 2 – OFFICERS. The Club's officers, consisting of the President, Vice President, Corresponding Secretary, Recording Secretary, and Treasurer, shall serve in their respective capacities both with regard to the Club and its meetings and the Board and its meetings. No person may hold the same office or position on the Board for more than two consecutive terms, but may be nominated again after vacating that office or position for at least one year.

- a. The President shall preside at all meetings of the Club and the Board, and shall have the responsibilities, duties and power normally appurtenant to the office of the President in addition to those particularly specified in these Bylaws. The President is responsible for overseeing all club events and activities and ensuring adherence to all club rules, procedures and guidelines.
- b. The Vice President shall have the responsibilities, duties and exercise the powers of the President in case of the President's death, absence, or incapacity.
- c. The Recording 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. The Recording Secretary shall notify members of meetings, notify officers and directors of their election to office, keep a roll of the members of the Club with their addresses, and carry out such other duties as are prescribed in these Bylaws.
- d. The Corresponding Secretary shall have charge of all official correspondence of the Club. The Corresponding Secretary shall consult with the Board all matters and shall keep and maintain accurate copies of all ingoing and outgoing correspondence, which must be made available to the Board upon request. In addition, the Corresponding Secretary shall notify new members of their election to membership (a notice of admission and welcome is to be sent to all new members), shall write thank you notes for all donations to the club and shall carry out such other duties as are prescribed in these Bylaws.
- e. The Treasurer shall collect and receive all moneys due or belonging to the Club and will deposit such money in a club bank account as designated by the Board. The books shall, at all times, be open to inspection of the Board and a report of account balances shall be given at every meeting, including a report on the condition of the Club's finances and of every item of receipt or payment not before reported. At the annual meeting, an accounting shall be rendered of all money received and expended during the previous fiscal year. The Treasurer may be bonded in such amount as the Board determine. The Treasurer's books shall be audited by two club members designated by the board prior to the final meeting of the fiscal year.

SECTION 3 – VACANCIES. Any vacancies occurring on the Board during the year shall be filled until the next annual election by a majority vote of all 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 the President shall be filled automatically by the Vice President and the resulting vacancy in the office of the 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 June and end on the 31st day of May. 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 June. At this meeting, the officers and Board Members for the ensuing year shall be elected from among those nominated in accordance with Section IV of the Article. In the case of a contested election, voting will be by secret ballot. Officers and Board Members shall take office immediately upon the conclusion of the election, and each retiring Officer and Board Member shall turn over to the successor in office all properties and records relating to that office within thirty (30) days after the election.

SECTION 3 – ELECTIONS. The nominated candidate receiving the greatest number of votes for each officer position shall be declared elected. The five (5) nominated candidates who receive the greatest number of votes for the other five (5) positions on the Board 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 February, the Board shall select a Nominating Committee consisting of three members and two alternates, not more than one of whom shall be a member of the Board. The Recording Secretary shall immediately notify these individuals of their selection. The Board shall name a Chairperson for the Nominating Committee, and it shall be the Chairperson's duty to call a meeting which shall be held on or before March 15. After being established, the Nominating Committee operates independently of the Board.

- a. The Nominating Committee shall nominate one candidate for each officer position on the Board and five candidates for the five board member positions on the Board, and after securing the consent of each person so nominated shall immediately report their nominations to the Recording Secretary in writing by April 1st.
- b. Upon receipt of the Nominating Committee's report, the Recording Secretary shall, before April 15, notify each member in writing of the candidates so nominated.
- c. Additional nominations may be made at the May meeting by any member in attendance provided that the person so nominated does not decline when his or her name is

proposed, and provided further that if the proposed candidate is not in attendance at this meeting, the proposer shall present to the Recording Secretary a written statement from the proposed candidate signifying his willingness to be a candidate. No person may be a candidate for more than one position.

- d. In the meeting notice for the annual meeting, the Recording Secretary shall include the slate of those nominated for the officer and board member positions on the Board.
- e. 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 those areas which may well be served by committees. Each such committee derives its authority from the Board and shall always be subject to the final authority of the Board. Each Committee is responsible for promptly selecting a Committee Chairperson and a Committee Communicator who shall provide a monthly report to the Board. At the beginning of each official year, the Board must reconfirm the membership, Chairperson and Communicator of each standing committee. Special ad hoc committees may also be appointed by the Board throughout the year to work 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; and the Board may appoint successors to those persons whose services have been terminated.

SECTION 3. Each year, the Chair(s) of each committee shall submit to the President a full written report of the activities of that committee for the official year. These reports shall be due fifteen (15) days prior to the annual meeting and shall be available for inspection by the membership.

ARTICLE VI – DISCIPLINE

SECTION 1 – AMERICAN KENNEL CLUB SUSPENSION. Any member who is suspended from all the privileges of the American Kennel Club, Inc. automatically shall be suspended from the privileges of the Club for a like period.

SECTION 2 – CHARGES. Any member may prefer charges (herein “Complainant”) against a another member (herein “Defendant”) for alleged misconduct prejudicial to the best interests of the Club; written charges with specifications must be filed in duplicate with the Recording Secretary, together with a deposit of \$50.00 which shall be forfeited if such charges are not sustained by the Board following a hearing.

The Recording 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 interests of the Club.

If the Board considers that the charges do not allege conduct of which would be prejudicial to the best interests of the Club, it may refuse to entertain jurisdiction.

If the Board entertains jurisdiction of the charges, it shall set a date for a hearing by the Board not less than three (3) weeks or more than six (6) weeks thereafter. The Recording Secretary shall promptly send one copy of the charges to the Defendant by registered mail, together with a notice of the hearing and an assurance that the Defendant may personally appear, with witnesses if so desired in his or her own defense.

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 the evidence and testimony presented by both sides, the Board may, by a majority vote of those present, reprimand or suspend the Defendant from all privileges of the Club for not more than six (6) months from the date of the hearing. And, if the Board 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 at the ensuing club meeting at which the membership 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 Recording Secretary. The Recording Secretary, in turn, shall notify Complainant and Defendant 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 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 sixty (60) days but not earlier than thirty (30) days after the date of the Board's recommendation of expulsion.

The President shall read the charges and the Board's findings and recommendations, and shall provide the Defendant an opportunity to speak in his or her own behalf. The members shall then vote by secret written ballot on the proposed expulsion. A two-thirds (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. Amendments to the constitution and bylaws may be proposed by the Board or by written petition addressed to the Recording Secretary and signed by twenty percent (20%) of the membership in good standing. Amendments proposed by such petition shall be promptly considered by the Board. Proposed amendments, together with Board recommendations, must be submitted by the Recording Secretary to the members for a vote within three months of the date when the petition was received by the Recording Secretary.

SECTION 2. VOTING. The constitution and by-laws may be amended by a two-thirds (2/3) vote of the 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 provided to each member via postal or electronic mail 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 two-thirds (2/3) of the members in good standing. In the event of the dissolution of the Club, whether voluntary or involuntary or by operation of law, none of the proceeds or assets of the club shall be distributed to any member of the club. In the case of dissolution, other than for purposes of reorganization, all property and assets which remain after payment of the debts of the club shall be given to a Board-selected charitable organization for the benefit of dogs.

ARTICLE IX – ORDER OF BUSINESS

SECTION 1. REGULAR CLUB MEETINGS. At regular general membership meetings of the Club, the order of business, so far as the character and nature of the meeting may permit, shall be as follows:

1. Roll Call
2. Minutes of the Last Meeting
3. Report of the President
4. Report of the Recording Secretary
5. Report of the Corresponding Secretary
6. Report of the Treasurer
7. Reports of the Committees
8. Election of Officers and Board (Annual Meeting Only)
9. Unfinished Business
10. New Business
11. Adjournment

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

1. Roll Call
2. Minutes of the Preceding Meeting
3. Report of the President
4. Report of the Recording Secretary
5. Report of the Corresponding Secretary
6. Report of the Treasurer
7. Reports of Committees
8. Unfinished Business
9. New Business
10. Adjournment