

Bylaws of the Chesapeake Chapter of the North American Versatile Hunting Dog Association A Nonprofit Corporation

Established and Approved: February 28, 2016

ARTICLE I PURPOSE

Section 1.1 Purpose

The purpose of the Chesapeake Chapter of the North American Versatile Hunting Dog Association (NAVHDA) is to foster, improve, promote, and protect the versatile hunting dog in Virginia, Maryland and Delaware as well as in North America. The chapter shall promote good sportsmanship and game conservation by encouraging members and other hunters to use well trained and mannered dogs.

ARTICLE II MEMBERSHIP

Section 2.1 Qualifications for membership

The active members of this non-profit corporation shall be those who have paid their annual dues to the chapter and the parent organization (NAVHDA) for the current year, are over the age of eighteen (18) years, or are spouses who have a paid family membership. A Chapter member or the Chapter may host guests for training sessions. A guest may not attend more than three (3) training sessions as a non-member.

Section 2.2 Chapter Meetings

The membership of the chapter shall meet two times per year at such time and place as designated by a majority of the Executive Committee, defined in Section 3.1. The Executive Committee may, at their discretion, designate the time and place of additional meetings to conduct Chapter business. A quorum shall occur when a simple majority of the Executive Committee and any number of members of the chapter are present, either in person or by teleconference/webcast, at the meeting.

Section 2.3 Executive Committee Meetings

The Executive Committee shall meet, at a minimum, once every six months or as needed to discuss business at hand such as tests, clinics, demonstration dates, chapter merchandise, as well as chapter finances.

Section 2.4 Voting rights of members

Each member of this chapter over eighteen (18) years of age shall be entitled to one vote.

Section 2.5 Annual Dues

Annual membership dues shall be set by the Executive Committee. Such dues shall be payable on January 1st of each year. Members must pay annual dues to the Chapter, and be a member of the international organization, prior to participating in Chapter sponsored events. Such events include, but are not limited to:

- Meetings
- Voting for Chapter Directors
- Training clinics
- Hunts at preserves
- Any type of shooting event
- Chapter fund raising events
- Representation of the Chapter at any type of event
- Any other event or function designated as Chapter sponsored

Members whose renewal dues are not submitted on or before February 1st of that year will be removed from the chapter mailing list. Members who join the Chapter after September 1st and pay full dues rate shall be deemed paid the balance of that year and the next succeeding year.

Section 2.6 Disputes

In the event of a dispute or grievance between or among members, which is of such a serious nature as to damage the purposes or reputation of the Chapter, the President may appoint a committee consisting of at least three Chapter members, one of which shall be a member of the elected Executive Committee, who shall serve as Chairperson. The purpose of this committee shall be to gather facts and mediate the dispute. If no settlement can be reached by the committee, they shall present the matter to the elected Executive Committee for resolution.

Section 2.7 Liabilities of Members

No person who is now, or who later becomes a member of this Chapter shall be personally liable to its creditors for any indebtedness or liability. Any and all creditors shall look only to the assets of this Chapter for payment.

Section 2.8 Termination of Membership

Any member who shows just cause such as a violation of rules, misconduct, any action determined by the Executive Committee to be harmful or bring discredit to the Chapter and NAVHDA, or any action contrary to the conduct of a sportsman who respects and conserves the natural environment, shall be considered for termination of membership. The Executive Council, after conducting a hearing where an individual in question is afforded an opportunity to present their case, and with an affirmation vote of two-thirds of the membership, may terminate

the membership. Should membership termination be deemed appropriate, no refund of dues shall be made.

ARTICLE III EXECUTIVE COMMITTEE

Section 3.1 Number, Title, & Responsibilities of Officers

The Executive Committee shall be elected by the membership and consist of four (4) officers elected from the membership until and unless the number of Executive Committee members is changed by amendment to these BYLAWS. Executive Committee Officers shall include the President, Vice President, Secretary, and Treasurer. The immediate past President will act as an ex officio member of the committee, providing continuity with newly elected officers. The President shall appoint a Test Secretary as needed to support test and demonstration events.

Section 3.2 President

The President shall provide general supervision, direction, control of the Chapter business and affairs. He shall preside over all Executive Committee and membership meetings.

Section 3.3 Vice President

In the absence or disability of the President, the Vice President shall perform all duties of the President and in so acting shall have all the power and authority of the President. The Vice President shall grant others authority to perform duties as may be prescribed by the President.

Section 3.4 Secretary

The Secretary shall keep full and complete records of the proceedings of the Executive Committee for a period of five (5) years, shall make service of such notices as may be necessary or proper, shall supervise the keeping of records of the Chapter, and shall discharge such other duties as may be prescribed by the President.

Section 3.5 Treasurer

The Treasurer shall receive and safely keep all funds of the Chapter and deposit them in the bank(s) designated by the Executive Committee. The Treasurer shall maintain a written record of all expenditures and receipts, providing an annual report of all funds received, deposited, or disbursed. The Treasurer shall have other powers and perform other duties as may be prescribed from time to time by the President.

Section 3.6 Test Secretary

The Test Secretary, when appointed, shall coordinate solicitation for participants, collect records, and arrange judging for all Chapter sponsored tests.

ARTICLE IV EXECUTIVE COMMITTEE

Section 4.1 Executive Committee Responsibilities

This committee shall be responsible for scheduling tests, clinics, training days, as well as any demonstrations or any other chapter related functions. This shall include dates and location for the events.

Section 4.2 Quorum

A quorum shall occur when a simple majority of the Executive Committee and any number of members of the chapter are present, either in person or by teleconference/webcast, to conduct Chapter business.

Section 4.3 Powers of the Executive Committee

The Executive Committee shall be empowered to operate as prescribed within these BYLAWS. The Executive Committee shall conduct the business of the Chapter until such time as new elections take place and new Committee Members are installed.

Section 4.4 Executive Committee Vacancies

Should a vacancy occur in the Executive Committee, the remaining Committee members shall fulfill the duties of that Committee member. Should two or more vacancies occur, the Secretary shall conduct an election to fill the open positions. Such election shall follow the process specified in Article V to fill the remaining term for the vacant positions until the next scheduled election. The Officers shall be responsible to conduct and insure the validity of the election.

Section 4.5 Compensation

The Executive Committee of the Chapter shall receive no compensation for their services as Executive Committee members. The Executive Committee may be reimbursed for personal funds spent in conducting chapter business. A detailed report of these expenses will be distributed to the membership with the annual treasury report.

ARTICLE V ELECTIONS

Section 5.1 Frequency of Elections

Every two (2) years the members of the chapter shall elect the four (4) members of the Executive Committee, confirming individual officers specified in Article III.

Section 5.2 Terms of Office

The Executive Committee members shall hold their offices for a period of two (2) calendar years commencing on January 1, following their election, and ending on December 31, two (2) calendar years thereafter.

Section 5.3 Nominations

The Secretary shall solicit the membership in writing (US Mail or email) for nominations to fill the members of the Executive Committee by June 1 of the second calendar year. The membership shall return nominations by July 1st. The Secretary shall list all nominations on a ballot for each office and submit ballots to the membership by August 1st. Ballots must be returned to the Secretary by September 1st. The Secretary will total the results and provide to the membership by October 1st. The ballots will be retained by the Secretary for a period not less than three (3) months and be available for review by any member upon written request to the Secretary.

Section 5.4 Eligibility

All persons, who have been a member of the Chapter for a minimum of two consecutive years at the time of their nomination, shall be eligible to become a nominee for election to the Executive Committee.

Section 5.5 Disputes and Procedures

The Executive Committee shall be the sole arbiter for disputes with regard to the validity of any election. The Executive Committee shall be empowered to invalidate the results of an election for good cause and place in office person(s) whom the Committee has reasonable certainty should have rightfully been declared elected, or the Committee may invalidate the election results and schedule a new election. The date of such election shall be declared by the Committee to all members and the Committee shall be responsible to conduct the election, tabulate the results, and report the results to the membership.

ARTICLE VI AMENDMENT & REVIEW OF BYLAWS

Section 6.1 Procedure

Any proposed amendment of, addition to, or repeal of these BYLAWS may be initiated by the Executive Committee, or by a majority of the members of the chapter. Upon receiving such a proposal, the Secretary shall provide proposed amendments, additions, or repeal to voting members of the chapter. Should the changes be deemed urgent by the Executive Committee, a special election may be called. In that event, a written ballot setting forth the proposed amendment, addition, or repeal shall be provided to the membership by the Secretary. The ballots must be returned to the Secretary no later than 30 days following the date the ballots are mailed to members. Routine changes may be proposed at the regular membership meetings. These BYLAWS may be amended or repealed only by affirmative vote of a simple majority of the voting members of the chapter.

Section 6.2 Bylaw Review

The Executive Committee shall review these BYLAWS every five (5) years and may propose amendments to the BYLAWS by means discussed in Section 6.1.

ARTICLE VII COMMITTEES AND APPOINTMENTS

Section 7.1 Committees and Appointments

Committees and appointment of members for specific purposes or activities may be designated by the chapter's President and Vice President.

ARTICLE VIII FINANCIAL STATEMENT, MINIMUM FUNDS AND EXPENDITURE OF FUNDS

A financial statement of the Corporation shall be published annually by the Treasurer. After the Corporation is 2 years of age the Treasurer shall insure the Corporation's working capital is maintained at a minimum of \$3,500.00. Expenditures shall be approved by vote of the Executive Committee. This does not include routine expenses incurred in running Chapter sponsored tests or demonstrations at public gatherings to foster, improve, promote and protect the versatile hunting dog.

ARTICLE IX DISSOLUTION

The chapter may be dissolved at any time by written consent of not less than two-thirds of the members. In the event of dissolution of the Chapter, whether voluntary, involuntary or by operation of law, none of the property of the Chapter, nor may proceeds thereof, nor any assets of the Chapter shall be distributed to any members of the Chapter. After payment of the Chapters debts, its assets shall be given to a charitable organization(s), which operates to promote and foster versatile hunting dogs, and/or the assets may be given to a charitable organization or governmental entity, which will use the assets to purchase and/or improve game bird habitat. The decision on disbursement of assets will be made by the Executive Committee after seeking input from the Chapter's members.