

**ARIZONA POINTING DOG CLUB, INC.
CONSTITUTION**

ARTICLE I

**** Name and Objects ****

SECTION 1. The name of the Club shall be the Arizona Pointing Dog Club Inc, AKA Arizona Hunting Dog Club.

SECTION 2. The objects of the club shall be:

- (a) to promote a greater refinement in the use of gun dogs through education, training and seminars;
- (b) to do all in its power to protect and advance the interests of the pointing breeds;
- (c) to promote good fellowship among sportsman;
- (d) to promote the sport of hunting game birds over pointing dogs;
- (e) Identifying and ensuring the long-term availability of appropriate grounds for dog training, trialing and other club uses as determined by the membership.
- (f) Affiliating with other organizations when it is in the best interest of the club and a majority of the membership.
- (g) to improve all the various breeds of dogs that point over game by holding trials, training seminars, licensed matches and encourage sportsmanlike competition:
 - Club trials and demonstration events
 - AKC (American Kennel Club) Hunt Tests
Under the rules and regulations of The American Kennel Club
 - American Field Trials
Under the rules and regulations of the American Field Trialers Association
 - National Shoot to Retrieve Association (NSTRA) trials
Under the rules and regulations of the National Shoot to Retrieve Association
 - Other recognized club events
Under the rules and regulations of the recognized 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 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 bylaws as may be required to carry out these objects.

**ARIZONA POINTING DOG CLUB, INC.
BYLAWS**

ARTICLE I

**** Membership ****

SECTION 1. Eligibility. There shall be two types of membership open to all persons 18 years of age and older who subscribe to the purpose of this club.

- Individual (one person)
- Family (all family members living in the same home are entitled to participate in all Club events)

SECTION 2. Dues. Membership dues shall be an amount designated annually by the Board of Directors and approved by the General Membership, payable on or before the first day of March of each year. No member may vote whose dues are not paid for the current year. During the month of January, the Secretary shall send to each member a statement of his/her dues for the ensuing year.

SECTION 3. Membership. Every candidate for membership to the Club shall be sponsored by the membership committee.

SECTION 4. Termination of Membership. Membership 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 obligations 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 dues remain unpaid after thirty (30) days after the first day of the fiscal year.
- (c) *by expulsion.* A member may be terminated by expulsion as provided in Article VI of these Constitution and Bylaws.

ARTICLE II

**** Meetings and Voting ****

SECTION 1. Club Meetings. Meetings of the Club shall be held in the Greater Phoenix area on the second Tuesday in the month of January through December in each year at such hour and place as may be designated by the Board of Directors. In the event of a conflicting date or non-availability of a meeting place on this set meeting date, the Board of Directors may designate the meeting held at another date, place and hour within the Greater Phoenix area. Written notice of all meetings shall be mailed at least ten (10) days prior to the meeting.

SECTION 2. Special Club Meetings. Special Club meetings may be called by the President, or by a majority vote of the members of the Board who are present and voting at any regular or special meeting of the Board, or by the Secretary upon receipt of a petition signed by five members of the Club who are in good standing. Such special meetings shall be held in the Greater Phoenix area at such hour and place as may be designated by the person or persons authorized herein to call such meetings. The Secretary shall make notice of such a meeting at least five (5) days and not more than fifteen (15) days prior to the date of the meeting and no other Club business may be transacted thereat.

SECTION 3. Quorum for Club Meetings and Special Meetings. The quorum for Club Meetings or for a Special Meeting of the Club shall be twenty per cent (20%) of the members in good standing present at the meeting. If less than twenty per cent (20%) of the members in good standing are present at any meeting, proposals may be discussed but not voted upon. Members may submit proposals to the board for further action.

SECTION 4. Board Meetings. Meetings of the Board of Directors should be held in the Greater Phoenix area in the months of January through December of each year, at such hour and place as may be designated by the Board. The Secretary prior to the date of the meeting shall make notification by mail, email, telephone or in person of each such meeting. The quorum for such a meeting shall be a majority of the Board. The Board meeting minutes shall be read at the first Club meeting following the Board meeting. Board meetings and special Board meetings shall be open to the general membership unless a majority of the Board designates that a particular meeting be closed

SECTION 5. Special Board Meetings. Special meetings of the Board must be called by the President or 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 Phoenix area and at such hour and place as may be designated by the person authorized herein to call such meetings. Such meetings must be called within fourteen (14) days of the request. Written notice of such meeting shall be mailed by the Secretary at least five (5) days and not more than ten (10) days prior to the date of the meeting, or verbal notice shall be made to all board members at least one (1) day and not more than two (2) days prior to 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 a majority of the Board.

SECTION 6. *Voting.* Each family membership in good standing whose dues are paid for the current year shall be entitled to two individual votes and each individual member shall be entitled to one vote at any meeting of the Club at which they are present. Proxy voting will not be permitted at any Club meeting or election. The membership vote of the presiding officer will be cast by that officer only for the purpose of breaking a tie.

ARTICLE III

**** Directors and Officers ****

SECTION 1. *Board of Directors.* The Board shall be comprised of the President, Vice-President, Secretary, Treasurer, and five other persons, all of whom shall be members in good standing. They shall be elected for one-year terms in accordance with Article IV of these bylaws, and shall serve until the successors are elected. General management of the Club's affairs shall be entrusted to the Board of Directors.

SECTION 2. *Officers.* The Club's 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) Director and/or Officer Eligibility. Any member is eligible for office and/or board of directors.
- (b) The President. Shall preside at all meetings of the Club and of the Board and shall have the duties and powers normally appurtenant to the office of President, in addition to those particularly specified in these constitution and bylaws.
- (c) The Vice-President shall have the duties and exercise the powers of the president in case of the President's absence, incapacity or death. Additionally, the Vice-President will be in charge of Club property and serve as Sargent at Arms at all Club meetings.
- (d) 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. The Secretary shall have charge of the correspondence, notify members of meetings, advisement of new members, 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 the constitution and bylaws.
- (e) The Treasurer shall collect and receive all monies due or belonging to the Club. The Treasurer shall deposit the same in the bank satisfactory to the Board, in the name of the Club. The books shall at all time be open to inspection of the Board and the Treasurer shall report to the board at every meeting the condition of the Club's finances and provide a complete listing of every item of receipt or payment not before reported; and at the annual meeting, the Treasurer shall render an account of all monies received and expended during the previous fiscal year. The Treasurer shall be bonded in such amount as the Board of Directors shall determine.
- (f) A Board Member who misses two consecutive Board Meetings or three total shall be automatically terminated. It is provided that the Board member may submit in writing to the Board a legitimate excuse for the absence to avoid removal.

SECTION 3. *Vacancies.* Any vacancy occurring on the Board during the year shall be filled for the unexpired term of office by a majority vote of the then members of the Board present at its first regular meeting following the creation of such vacancy.

SECTION 4. *Removal.* Any officer or Director may be removed from office by a two-thirds (2/3) vote of the members present at a regular meeting or a special meeting if notice of proposed removal was given in the notice concerning that meeting. It is provided, however, that the Director or Officer to be voted upon must have received from the Secretary by registered mail, notice that his/her name will be submitted for removal at least ten (10) days prior to that meeting.

ARTICLE IV

**** Club Year, Annual Meeting, Nominations, Elections****

SECTION 1. *Club Year.* The Club's official year shall begin with the first regular Club meeting in April and shall continue until the installation of new officers in accordance with the constitution and bylaws.

SECTION 2. *Annual Meeting.* The annual meeting shall be held in the month of April at which installation of officers will take place. At the first Board meeting in April, retiring Officers shall turn over to his/her successor in office all properties and records related to that office. The outgoing Officers will conduct business as normal until after the first Board meeting in April.

SECTION 3. *Nominations.* No person may be a candidate in a Club election who has not been nominated. During the month of December, 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 Secretary shall immediately notify the Committee-persons and

alternates of their selection. The Board shall name a chairperson for the committee and it shall be his/her duty to call a committee meeting which shall be held on or before January fifteenth (15th). The nominating committee shall nominate one or more candidates for each office and elected Board position. The nominating committee may not nominate one of its members for any elected position; however, any member of the nominating committee may be nominated for any of the elected positions in the Club by a club member, from the floor, at the February meeting.

- (a) The committee shall nominate one or more candidates for each office and five or more candidates for the five other positions on the Board, and after securing the consent of each nomination to the Secretary in writing.
- (b) Upon receipt of the Nominating Committee's report, the Secretary shall on or before January thirtieth (30th) notify each member in writing of the candidates so nominated.
- (c) Additional nominations may be made at the February 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 proposer 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, and the additional nominations, which are provided, for herein may be made only from among those members who have not accepted a nomination of the Nominating Committee.
- (d) Nominations cannot be made in any other manner other than is provided in this section.

SECTION 4. 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 positions shall be declared elected.

SECTION 5. Voting. Voting for election of Officer's, Board of Director's will take place at the Club's Annual Meeting in April of each year by those member's in good standing, who are present. The Board of Director's may designate that the Secretary, a committee appointed by the Board of Director's or an independent professional agency tally such ballots.

ARTICLE V

**** Committees ****

SECTION 1. The Board will oversee the work of appointed standing committees to advance the work of the Club. Board members will serve as Chairperson of one committee, and all members will be encouraged to participate on a committee. 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 particular projects.

ARTICLE VI

**** Discipline ****

SECTION 1. Charges. Any member may prefer charges against a member for alleged misconduct prejudicial to the best interest of the Club. Written charges with specifications must be filed in duplicate with the Secretary together with a deposit of \$10.00 (Ten Dollars) which shall be forfeited if such charges are not sustained. The Secretary shall promptly notify the Board, which shall meet and fix a date of a Board meeting for hearing not less than three (3) weeks nor more than six (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 assurance that the defendant may personally appear in his/her own defense and bring witnesses if he/she wishes.

SECTION 2. 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 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 six (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/her fellow members at the ensuing Club meeting which considers the Board's recommendations. 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, if any.

SECTION 3. 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 2 of this Article. Such proceedings may occur at the 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 defendant shall have the privilege of appearing on his/her own behalf if he/she wishes. The meeting shall then vote 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 to the constitution and bylaws may be proposed by the Board of Directors or by written petition addressed to the Secretary signed by twenty (20) percent of the membership in good standing. Amendments proposed by such petition shall be promptly considered by the Board of Directors and must be submitted then to members with recommendations of the Board by the Secretary for a vote within three (3) months of the date when the petition was received by the Secretary.

ARTICLE VIII
**** Dissolution ****

SECTION 1. The Club may be dissolved at any time by the written consent of not less than two thirds (2/3) 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 not any of the proceeds thereof nor any assets of the Club shall be distributed to any member of the Club, but 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 ****

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 the last meeting
- Minutes of the last Board meeting
- Report of the President
- Report of the Secretary
- Report of the Treasurer
- Report of Committees
- Installation of newly elected Officers and Board (at annual meeting)
- Introduction of new members
- Unfinished business
- New business
- Question and Answers
- Location/Date of next meeting
- Adjournment

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

- Reading of minutes of last meeting
- Report of the Secretary
- Report of the Treasurer
- Report of Committees
- Unfinished business
- New business
- Location/Date of next meeting
- Adjournment

ARTICLE X
**** Official Gunner ****

SECTION 1. The official gunner at field trials must be at least eighteen (18) years of age.

ARTICLE XI
**** Review of Bylaws ****

SECTION 1. Committee appointed by the Board of Directors, at least every five years should review constitution and bylaws, or at any time the majority of the Board of Directors considers it necessary.

ARTICLE XII
****Parliamentary Authority****

SECTION 1. The rules contained in the current edition of "Roberts 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.

ARTICLE XIII
****Special Purpose Funds****

SECTION 1. *Special Purpose Funds.* These funds may be established by a Majority vote of the Officers and Board Members present.

- (a) Special Purpose Funds shall be funds raised for a specific purpose and disbursement of said funds for the intended purpose shall require a majority vote of the membership present to release them for their intended purpose.
- (b) Such Special Purpose Funds will be invested in Certified Deposits and maintained by the Club Treasurer until such time as they are released for use by the membership.
- (c) To divert any Special Purpose Fund monies for any use other than that for which it was originally intended shall require a 2/3 vote of the membership present at the Annual Business Meeting.
- (d) The Treasurer Reports will reflect all Special Purpose Funds separately and the amount deposited in each.

These Constitution and Bylaws are officially entered into this date of;

President

Vice President

Secretary

Treasurer

Board Members:
