

# **BY-LAWS OF THE GERMAN SHORTHAIRED POINTER CLUB OF IDAHO, INC.**

## **ARTICLE I - NAME**

The corporate name, as specified in the Articles of Incorporation (on file in the office of the Secretary of State, State of Idaho, since the 7<sup>th</sup> day of December 1959), and under which all the business of the corporation shall be conducted, is "German Shorthaired Pointer Club of Idaho, Inc."

## **ARTICLE II - PRINCIPAL PLACE OF BUSINESS**

The principal office and the place of business of the corporation is Ada County.

## **ARTICLE III - CORPORATE POWERS**

The corporate powers shall be exercised by a board consisting of eight (8) directors.

## **ARTICLE IV - BOARD OF DIRECTORS**

SECTION 1 To be eligible for election to the Board of Directors, a person must be a member in good standing.

SECTION 2 A. The Board of Directors shall be comprised of the President, Vice President of Operations, Retiring President, Secretary, Treasurer, and three other members. The President will be Chairman of the Board and vote only to break a tie vote.

B. The terms of the members of the Board of Directors, other than the President, Vice President of Operations, Retiring President, Secretary and Treasurer, who shall serve for one year, shall be:

- One (1) member for three (3) year term
- One (1) member for two (2) year term
- One (1) member for one (1) year term

C. Any vacancies during the year occurring on the Board shall be filled for the unexpired term of office by a majority vote of the members of the club present at its first regular meeting following the creation of such vacancy. The Secretary shall notify the membership, before the meeting of the upcoming nomination and election to fill the vacancy.

D. The term of any member of the Board of Directors is automatically terminated after three (3) consecutive meetings have been missed without previous notification and/or excuse.

## **ARTICLE V - OFFICERS**

- SECTION 1
- A. The club's officers, consisting of the President, Vice President of Operations, Secretary and Treasurer shall serve in their respective capacities both with regard to the Club and its meetings and the Board and its meetings.
  - 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 by-laws.
  - C. The Vice President of Operations shall have the powers and exercise the duties of the President in case of the President's death, absence or incapacity.
  - 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. The Secretary shall have charge of all correspondence, 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 by the President and these by-laws. During the months of November, each member shall be given a statement, in writing or by electronic communication, of his or her dues for the ensuing year.
  - E. The Treasurer shall collect and receive all monies due or belonging to the club and receipt therefor. The Treasurer shall deposit the same in a bank satisfactory to the Board of Directors, in the name of the Corporation. The Treasurer shall keep records in such a manner as will satisfy inspection by Federal, State or other officials who may have authorized access to them. The records shall at all times be open to inspection by the Board of Directors and shall report to them at every meeting the condition of the club's finances and every item or receipt or payment not before reported, and at the end of the year shall render an account of money received and expended during the fiscal year. All bills, except field trial and hunting test bills shall be submitted to the Board of Directors for approval of payment. The Treasurer shall submit necessary reports and tax forms at the proper time to such government offices as are required by law.
  - F. The term of office of an officer shall commence with the close of business at the January meeting.

## **ARTICLE VI - MEMBERSHIP AND DUES**

- SECTION 1
- A. There shall be four (4) types of memberships:
    - 1. INDIVIDUAL: Shall be any person over eighteen (18) years of age. The dues for an individual membership shall be determined by the Board on an annual basis prior to the following calendar year.
    - 2. FAMILY: Only the husband and wife shall be allowed to vote. The dues for a family membership shall be determined by the Board on an annual basis prior to the following calendar year.
    - 3. HONORARY: The Club may grant honorary membership to such persons as are deemed deserving. No honorary member shall have voting privileges.\*
    - 4. LIFETIME: The Club may grant lifetime membership to current or former members as are deemed deserving. Lifetime members shall have voting privileges.\*
  - B. Each applicant for membership shall apply on a form as approved by the Board of Directors and which shall provide that the applicant shall agree to abide by these

Constitution and 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.

- C. All applicants for membership shall be in good standing with the American Kennel Club and must subscribe to the purpose of the German Shorthaired Pointer Club of Idaho, Inc.
- D. No applicant who has been expelled from any Kennel Club or who has been convicted of inhumane practices shall be eligible for membership.
- E. While membership is to be unrestricted as to residence, the club's primary purpose is to be representative of the breeders and exhibitors in its immediate area.
- F. All membership applications are to be filed with the Secretary and/or Membership Chairperson. Each new member is to be listed in the newsletter following its receipt.
- G. Any objections to a member's membership in the club shall be submitted in writing to the Board of Directors for a decision.
- H. Members who have been expelled by the Club may not reapply within one (1) year after such expulsion. Re-application must be submitted to the Board of Director for approval or rejection.
- I. Persons joining the club after September 1, of any year, shall hold a paid membership for the following year.
- J. If dues are not paid by March 31, each year, membership is automatically terminated.

SECTION 2 \*RECOMMENDED GUIDELINES FOR THE SELECTION OF LIFETIME AND HONORARY MEMBERS

LIFETIME:

- 1. Be a current member or having been a member within the last five (5) years.
- 2. Have made a significant contribution to the club and breed for at least ten (10) years.
- 3. Have served at least once in an elected or appointed position in the club.
- 4. Nomination for lifetime membership must include the reasons why the nominee is worthy of being granted lifetime membership.

HONORARY:

- 1. May or may not be a member of the club.
- 2. Any person deemed deserving.

## **ARTICLE VII - MEETINGS**

- SECTION 1     A. CLUB MEETINGS: Meetings of the GSPCI shall be held in the County of Ada, once a month excluding June, July, August and December or as scheduled by the Board of Directors with approval of the General Membership, at such hour and place as may be designated by the Board.
- B. SPECIAL CLUB MEETINGS: Special club meetings may be called by the President, or by the majority vote of the members of the Board of Directors, having a quorum present, and voting at any regular or special meeting, or by the Secretary upon receipt of a petition signed by 25% of the members of the club who are in good standing. Such special meetings of the club shall be held in the County of Ada, at such hour and place as may be designated by the person or persons authorized herein to call meetings. Notification of such meetings shall be provided by the Secretary at least five (5) days and not more than fifteen (15) days prior to the date of the meeting and no other club business shall be transacted. The QUORUM for such a meeting shall in no case be less than ten (10) members.
- C. BOARD OF DIRECTORS MEETINGS; Meetings of the Board of Directors shall be held in the County of Ada, once each month or on a schedule approved by a majority vote of the Board of Directors, prior to the regular meeting of the club, at such hour and place as may be designated by the President. The QUORUM for such a meeting shall be five (5) members.
- D. SPECIAL BOARD MEETINGS: Special meetings of the Board may be called by the President, or by the Secretary, or upon receipt of a written request signed by at least four (4) members of the Board. Such meetings shall be held in the County of Ada, at such hour and place as may be designated by persons authorized to call such meetings. Notification of such meetings shall be provided by the Secretary at least five (5) days and not more than ten (10) days prior to the date of the meeting, or notice by phone at least three (3) days and not more than five (5) days before such meetings. 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 four (4) members.

## **ARTICLE VIII - THE CLUB YEAR ANNUAL MEETING ELECTIONS**

- SECTION 1     The club's year shall begin on the 1<sup>st</sup> day of January and end the 31<sup>st</sup> day of December.
- SECTION 2     The club's annual meeting shall be held in the month of January.
- SECTION 3     Proxy voting will not be permitted at any meeting or election.
- SECTION 4     No person may be a candidate in a club election who has not been nominated. At least ten (10) days before the regular January meeting, the Secretary shall notify all members in good standing, that nominations and elections of Officers and Directors will take place at the meeting. Any club member in good standing may make nominations. The President shall open nominations prior to the elections for each office, starting with the office of President. Any member previously nominated for an office and not elected shall be eligible for nominations to other offices. Each office shall be voted on.

## **ARTICLE IX - COMMITTEES**

### SECTION 1 SPECIAL COMMITTEES:

A. At its regular meeting in the month of November or as soon as volunteers can be found, the Board of Directors shall appoint the Field Trial, Hunting Test, Specialty Show Water Trial, and other applicable event Chairpersons. These Chairpersons shall select their respective committees for the ensuing year.

B. The Committees shall be in direct charge of, and responsible for, all phases of the club's respective activity. This is subject, however, to the final authority of the Board of Directors.

C. No committees shall accept entries from anyone already owing money to the GSPC of Idaho.

### SECTION 2 OTHER COMMITTEES:

A. The President will appoint such other committees as are necessary for the proper functioning of the Club.

B. Any committee appointment (individual) made by the Board of Directors may be terminated for just cause by the Board, or by the President upon approval of the Board. The vacancy thus created will be filled by the Board or the President without delay.

## **ARTICLE X - DISCIPLINE**

SECTION 1 A. Any member who is suspended from the privileges of the American Kennel Club shall automatically be suspended from the privileges of the GSPCI for a like period.

B. Any member practicing inhumane treatment shall have their membership reviewed for possible termination by the Board of Directors.

C. Any member found guilty of misconduct determined to be detrimental to the operation of the Club and/or reputation and standing of the Club in the community at large shall have their membership terminated by the Board of Directors. Any such action by the Board of Directors shall only be taken after a thorough review of the facts and with notice to the affected member. Such review shall include an opportunity for the affected member to present a defense and the opportunity to have witnesses present testimony on the member's behalf. Notice of the allegations against the affected member and the members' right to present a defense shall be provided to the member at least 10 days prior to the Board meeting to take action on the allegations. In that communication, the member shall be notified of their right to present a defense and call witnesses. Prior to the Board meeting to consider disciplinary action, the President may, at his/her discretion, appoint a member or members of the Board to collect information/evidence and interview witnesses on the Board's behalf.

D. Any member whose membership has been terminated by Board action shall have the right to petition the Board for re-instatement after one calendar year from the date of termination unless the Board specified a time period in the termination action.

## **ARTICLE XI - AMENDMENTS**

SECTION 1 The by-laws may be amended by a majority vote of the members present and voting at any regular or special meeting called for the purpose; but the proposed amendments must be embodied in the call for any such meeting and provided to each member at least two (2) weeks prior to the date of such meeting.

## **ARTICLE XII -DISSOLUTION**

SECTION 1 The GSPCI may be dissolved at any time by first notifying the current membership. The notification shall be at least two (2) weeks prior to a special meeting called for the purpose of voting on dissolution. Of the paid members present at the special meeting, a minimum two-thirds (2/3) vote is required to dissolve the club. Whether voluntary or involuntary or by operation of law, none of the property of neither the club, nor any 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 one or more charitable organizations for the benefit of dogs. The selection of the organization(s) shall be made by the Board of Directors.

## **ARTICLE XIII - ORDER OF BUSINESS**

SECTION 1     At meetings of the GSPCI, the order of business, as far as the character and nature of the meetings may permit, shall be:

- Roll call of Officers
- Roll call of Board of Directors
- Minutes of last meeting
- Report of the Board of Directors
- Report of the President
- Report of the Secretary
- Report of the Treasurer
- Report of the Committees
- Unfinished Business
- New Business
- Election of Officers (January meeting)
- Adjournment

SECTION 2     At meetings of the Board of Directors, the order of business shall be:

- Roll call of Directors
- Minutes of last meeting
- Report of the Secretary
- Presentation of bills and report of the Treasurer
- Committee report (if necessary)
- Unfinished Business
- New Business
- Adjournment