

# **Yankee Chapter of the North American Versatile hunting Dog Association Inc. By Laws**

**Revision March 1, 2007**

## **Article I – Name and Purpose:**

### **Section 1.**

**Name;** this corporation shall be know as “Yankee Chapter of the North American Versatile Hunting dog Association, Inc.” (The Chapter).

### **Section 2.**

**Purpose:** to educate all interested persons in the techniques of training, breeding and caring for versatile hunting dogs, to conduct test of versatile hunting dogs, and to promote selective breeding and population control of versatile hunting dog breeds. In addition to the foregoing, no part of the net earnings of the corporation shall insure to the benefit of, or be distributable to, its members, trustees, officers, or other private persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purpose set forth in Article I Section 2 hereof. No substantial part of his activities of the corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate in, or intervene in (including publishing or distribution of statements) any political campaign on behalf of any candidate for public office. Notwithstanding any other provision of these by-laws, the corporation shall not carry on any other actives not permitted to be carried on (a) by a corporation exempt from Federal income tax under the section 501(c) (3) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law) or (b) by a corporation, contributions to which are deductible under section 170 (c) (2) of the Interenal Revenue Code of 1954 (or the corresponding provision of any further United States internal Revenue Law). Provided, however that nothing herein contained shall be construed as authoring the corporation to transact business in any state, territory or foreign country contrary to the provisions of the law thereof, and nothing in these purposes shall be construed to give the corporation any rights, powers or privileges not permitted by the laws of the state of Maine to charitable corporations organized under the general law, but it shall have all powers and privileges to do any and all acts and things not prohibited by the laws of the State of Maine

## **Article II – Activation Membership and Dues**

### **Section 1.**

**Activation:** The chapter shall become active upon payment of annual dues by (10) or persons.

### **Section 2.**

**Membership:** membership in this Corporation shall be open to any person regardless of race, religion, sex, age, or place of natural origin.

- (a) Regular Membership: the Board at their next meeting will approve Persons applying for chapter membership. Applicants, who meet board approval and also meet membership requirements of the North American Versatile Hunting Dog Association (NAVHDA), become Chapter members upon payment of annual dues. The board at its discretion can deny membership to any applicant who is not in good standing with NAVHDA International or another NAVHDA Chapter. Active members are those who have paid their annual dues to each organization.

**Family Membership:** FAMILY MEMBERS include spouse and children up to 18 years of age at a cost of \$5.00 per family. Spouse have all of the right of a regular member. JUNIOR MEMBERS, SECTION b, Are children under the 18 years of age who have no parent who is a regular member. THEY ARE REQUIRED TO PAY HALF THE REGULAR MEMBER RATE.

- (b) **Junior Membership:** people under eighteen (18) years of age are eligible for Junior Membership upon payment of one half the Regular membership annual dues. Junior members shall have all the benefits of regular membership except voting privileges. A person is no longer eligible for Junior Membership at the end of the year of their eighteen (18<sup>th</sup>) birthday.

### **Section 3:**

**Dues:** Annual Chapter Dues shall be due and payable on January 1<sup>st</sup> of each year and shall apply for one (1) calendar year. Amount of said dues shall be set by a majority vote of the Board of directors (The Board). Members whose dues are not paid 60 days after the date are considered terminated. New members who pay dues after October 1 shall be deemed paid through the end of the subsequent calendar year.

### **Section 4:**

**Expulsion:** The Board may expel a member for misconduct, any action determined by The Board to be harmful to the chapter, or any action contrary to the conduct of a sportsperson who respects and conserves the natural environment, for good cause shown. No refund of dues shall be made. A member thus expelled may petition The Board for reinstatement after a period of one year. The board will vote on the petition at the following (board) meeting.

### **Section 5:**

**Disputes:** In the event of a dispute or grievance which is of such a serious nature as to damage the chapter, the President may appoint a committee consisting of three members of the chapter (one of which shall be a member of the board and shall act as chairperson). The purpose of this committee shall be to gather facts and mediate the dispute. If no settlement can be reached by efforts of the committee, they shall present the matter to the board for final arbitration.

### **Section 6:**

**Lifetime Membership:** The Board may elect to a lifetime membership without payment of dues any person who makes an outstanding contribution to the purpose of the chapter.

## **Article III – Directors:**

**Section 1: Directors:** The property and business of the corporation shall be managed by a board of Directors (The Board), not to exceed eleven (11) in numbers, who need not be members of The Corporation. They shall hold office for two (2) years and until there successors are elected or appointed. They shall have the control and management of the business of the

Corporation and in addition to the powers and authorities by these By-laws expressly conferred upon them may exercise all such powers and do all such acts and things as may be exercised or done by The Corporation, but subject, nevertheless, to the provisions of the statutes and of these By-laws. The Board shall have the power to constitute such standing of temporary committees, as it shall from time to time deem necessary. The Directors shall act only as a Board and the individual Directors shall have no power as such. They shall present at each Annual Meeting, and when called from the members, and at any special meeting of the Corporation, a full and clear statement of the business and conditions of The Chapter.

## **SECTION 2:**

**Meetings Of The Directors:** A quorum will consist of five (5) members of The Board, except to adjourn from time to time until a quorum be present, but not for more than (90) days. All business of The Board will be decided on a majority vote of the Directors present. Meetings of The Board may be held at any time and at any place as called for by the President on one (1) days notice to each Director. Such notice may be oral or in writing. All regular Board meetings shall be open to the membership at which members shall be allowed to speak with permission of the chair but shall not have voting privileges. The Board shall meet in a minimum of six (6) times per calendar year.

## **Section 3**

**RESIGNATION AND VACANCY:** Any Director or other Officer may in write addressed to the board of Directors, resign his office at any time. Such resignation shall be valid without any acceptance of the same by the Board. In case of any vacancy in any of the offices of the Corporation, caused by death, disability, disqualification, resignation, removal, or for any reason whatsoever, the vacancy may be filled by appointment by the President with the approval of The Board. The appointee shall serve until the next election year at which time the office shall be filled by a regular election at the Annual Meeting of the Corporation.

## **ARTICLE IV- BOARD OF DIRECTORS (OFFICERS):**

### **Section 1.**

**PRESIDENT:** The president shall be the chief executive officer and head of the Corporation, and (in recess of the Board of Directors), shall have general and active management of its business and affairs, subject, however, to the right of the Directors to delegate any specific powers to any other officer or officers. The President shall preside at all meetings of the Corporation, and/or the Board of Directors, and shall appoint and determine the time and place of all meetings thereof, unless otherwise ordered by the Board. He shall make annual reports showing the condition of the affairs of the Corporation, making such recommendations as he thinks proper and he shall from time to time bring before the Board of Directors such information as may be required, touching the business and property of The Chapter. He shall be ex officio member of a; Standing committees of The Board. (President is elected)

**Section 2.**

**VICE-PRESIDENT:** The Vice-President shall assume the office of President in the event of a vacancy occurring therein and perform such other duties as determined by The Board. In case of the absence of both the President and Vice-President, a Resident Pro tem may be elected. (Vice President is elected)

**Section 3.**

**SECRETARY:** The Secretary of the Board of Directors shall attend all sessions of the Board and shall act as the Clerk thereof and shall record all votes and the minutes of all proceedings in a book kept for that purpose. He shall see that the proper notice is given of all special meetings of the Board of Directors and of all meetings of the Corporation and shall perform such other duties as may be required by the Board of Directors or by the President. (Secretary is elected)

**Section 4.**

**TREASURER:** The treasurer is responsible for and shall maintain financial records of The Chapter, maintain bank accounts, sign checks, receive and disburse monies. The treasurer shall take the proper vouchers for disbursements of Chapter funds, and shall render to the President and Directors at the regular meetings of the Board or whenever they may require it, an account of all his transactions as Treasurer and of the financial conditions of the Corporation. (Treasurer is elected)

**Section 5.**

**DIRECTOR OF TESTING:** The director of Testing is responsible for the organization of all field tests given by The Chapter. (Director of testing is elected)

**Section 6.**

**DIRECTOR OF PROMOTIONS/PUBLICATIONS:** The Director of Promotions/Publications shall be responsible for the publication of The Chapter newsletter and its distribution to its membership. (Director of Promotion /Publications is elected)

**Section 7.**

Past President is a Delegate at large and will sit on the board. If he/she resigns from positions The Board will elect a person to fill position.

**Section 8.**

**DIRECTOR OF JUDGING:** The Director of Judging is responsible for securing all judges for tests, and for judge development within The Chapter. (Director of Judging is elected)

**Section 9:**

**TEST SECRETARY:** The Test Secretary will perform all duties pertaining to test events and national information. (Test Secretary is elected)

**Section 10:**

**THE CLERK:** The Clerk shall at all times be a resident of Maine, but need not be a member of The Chapter. The Clerk shall be appointed by a majority vote of The Board. The Clerk is not to be a member of the Board of Directors. The Clerk shall keep at some place within the State of Maine a clerk's office where shall be kept the records of the Corporation. The Clerk shall be authorized to complete, sign, execute and deliver all legal documents of the Corporation, shall be the keeper of the Corporate Seal, and shall, at the authorization and direction of the Board of Directors, do such other acts as may be required.

**Section 11:**

**Director of Training:** The director of Training will provide all information for clinics and testing programs. (Director of training is elected)

**Section 12:**

**Director of Gunning:** The Director of gunning will conduct training for all personal that wish to gun for test and events by the chapter.

**ARTICLE V- FIELD TESTING**

**Section 1.**

**APPROVAL, JUDGES, APPRENTICE JUDGES, RULES AND AWARDS:** All tests must be conducted in accordance with the requirements established by NAVHDA.

**ARTICLE VI-ELECTIONS**

**ARTICLE VI- SECTION 1: PERIODIC:**

Elections shall be held in January of each year at the time of the ANNUAL MEETING as follows:

**EVEN YEARS**

**2 OFFICERS:**

PRESIDENT

SECRETARY

**3 DIRECTORS:**

TRAINING

PUBLICATIONS

JUDGE DEVELOPMENT

**ODD YEARS**

**2 OFFICERS:**

VICE PRESIDENT

TREASURER

**3 DIRECTORS:**

TEST SECRETARY

GUNNING

TESTING

Terms of an office shall be two years and shall begin in the election year for that office on the day of the ANNUAL MEETING and shall expire on the subsequent election year for that office on the day of the ANNUAL MEETING

**Section 3:**

**NOMINATIONS:** an active member of The Chapter may make prior to or during the election year Annual Meeting Nominations for office.

**Page 5**

**Section 4.**

**BALLOT:** A completed ballot shall be presented to the general membership at the election year Annual Meeting prior to voting. The ballot shall contain the offices, which are up for election and the listing of each person(s) nominated for such office. One person may be nominated for more than one office; however, that person may only serve in one office at a time.

**Section 5:**

**VOTING:** Each member of The Chapter with voting rights shall be entitled to one vote for each office. The order of the voting may be decided at the discretion of The Board.

**Section 6:**

**COUNTING OF BALLOTS:** Balloting may be accomplished by visible hand count, secret ballot, or by mail at the discretion of The Board. The results of such election, as determined by a plurality of the votes, shall be made known at the meeting and shall be reported to the general membership within sixty (60).

**Section 7.**

**DISPUTES OF ELECTION:** The Board shall be the sole arbiter of disputes regarding the validity of the election.

**Section 8:**

**PROCEDURE:** The Board may make such rules and regulations regarding elections as necessary consistent with these By-Laws.

**ARTICLE VII-CHAPTER PROCEDURE**

**Section 1.**

**PROCEDURE:** with the exception of the Annual Meeting, all chapter business may be conducted by use of the mails.

**Section 2.**

**BY-LAWS AMENDMENTS:** Amendments to the By-Laws shall be voted upon and it shall require two-thirds (2/3) majority of the membership voting to pass a By-Law amendment.

**Section 3.**

**FINANCIAL STATEMENT:** the Treasurer shall publish a financial statement of the Corporation annually. Such financial report shall be examined by at least two members of the Board other than the Treasurer before the annual publication of such report.

**Page 6**

**Section 4.**

**SEMI-ANNUAL MEETING:** The Chapter shall hold a Semi-Annual Meeting.

**Section 5:**

**VOTING:** All ordinary business of The Chapter will be decided on the majority vote of the members present.

**Section 6.**

**COMMITTEE CHAIRPERSONS:** The President may appoint a nominating chairperson prior to the Annual Meeting or assign each officer the task of seeking nominations to fill his or her office. The nominating chairperson shall draw up a slate of officers for the Corporation to be voted on at the Annual Meeting. The Board of Directors shall appoint committee chairpersons at their discretion. Suggested committees might be: clinics, demonstrations, membership, financial, or any others.

**ARTICLE VIII-DISSOLUTION**

The corporation is not organized for profit and no part of the net earnings or assets of the Corporation shall inure to the benefit of any private individual. In the event of liquidation or dissolution of the Corporation, the balance of all money and other property received by the Corporation from any source, after payment of all debts and obligations of the Corporation, shall be used or distributed exclusively for purposes within those set forth in Article 1, Section 2, to institutions qualifying in the State of Maine as exempt from taxation under Section 501(c) (3) of the Internal Revenue code of 1986, as amended.

**Page 7**