

Wirehaired Vizsla Club of America Constitution and Bylaws

CONSTITUTION

ARTICLE I – NAME, MISSION STATEMENT AND OBJECTIVES

Section 1. The name of the Club shall be the WIREHAISED VIZSLA CLUB OF AMERICA, hereafter WVCA.

Section 2. The Mission of the WVCA is to promote and protect quality and versatility in the purebred Wirehaired Vizsla, to educate members and others about the breed, to encourage the highest standards of ownership and breeding, and to strive to bring the breed's natural qualities to perfection.

Section 3. The objectives of the WVCA shall be:

- a. To urge members and breeders to accept the standard of the breed as approved by the American Kennel Club as the only standard of excellence by which the Wirehaired Vizsla shall be judged.
- b. To educate about and encourage owners to perform appropriate health tests, and to track health reports.
- c. To encourage participation in field events, conformation shows and performance events.
- d. To conduct and encourage sportsmanlike competition at all dog related sporting events under the rules of the American Kennel Club.
- e. To educate members and others through the club's website, club newsletters and assist in the organization of independent local WV clubs and offer guidance to these clubs through WVCA membership.

Section 4. The WVCA shall not be conducted or operated for profit, and no part of any income or remainder or residue from dues or donations to the Club shall inure to the benefit of any member or individual.

Section 5. The members of the WVCA shall adopt and may from time to time revise such by-laws as may be required to carry out these objectives.

BY-LAWS

ARTICLE I – MEMBERSHIP

Section 1. Eligibility: There shall be six classes of membership: Single, Family, Junior, Honorary Lifetime, International and Affiliated Club. Each type of membership shall be open to all persons who are in good standing with the American Kennel Club, and who subscribe to the purposes of the WVCA and its Code of Ethics.

- a. Single membership shall be persons 18 years of age or older living in the United States, its Territories, Possessions, or in active military service abroad. They shall be entitled to all privileges and benefits of the Club.
- b. Family membership shall be open to two (2) adults, 18 years and older, residing at the same address. Both members shall enjoy all the privileges and benefits of the Club, including the right to vote. Either member may hold office, but both members may not hold office concurrently. A family membership shall receive a single subscription to the WVCA newsletter.
- c. Junior membership shall be open to persons under the age of 18 years, and shall be entitled to all privileges of the WVCA, excluding the right to vote and the right to hold office. Junior members may automatically convert to a regular membership upon reaching their 18th birthday. Junior membership dues shall be one half of a single membership.
- d. Honorary Lifetime Membership: Any individual, who has rendered meritorious service to WVCA or the Wirehaired Vizsla breed for thirty years, may be nominated for honorary lifetime membership by any WVCA member in good standing. Election shall be by 2/3 majority approval of the Board of Directors, and then in addition by a 2/3 majority approval of the general membership via a mail ballot, with 2/3 being of those total ballots received by the Secretary. Honorary lifetime members shall be entitled to all privileges and benefits of the WVCA. Honorary lifetime members are excluded from paying dues.
- e. International Membership shall be persons 18 years of age or older living outside of the United States, its' Territories, or Possessions. They shall be entitled to all privileges and benefits of the Club, excluding the right to vote and the right to hold office. International members must have a valid email address to receive club mail or correspondence. Dues shall be the same as Single Membership, payable in US dollars.
- f. Affiliated Club Membership: Open to all local Wirehaired Vizsla Clubs who meet the following requirements:
 1. Shall accept the Constitution and By-laws of the WVCA and as approved by WVCA.
 2. Shall accept the breed standard as approved by the WVCA.
 3. Shall submit an application for membership that includes a copy of their Constitution and By-Laws, a list of officers, directors, and members, and shall up-date this information yearly when the dues for the following year are paid.
 4. Shall have at least ten (10) members over the age of 18 years.
 5. Affiliated Clubs may not hold office, but are entitled to all other benefits and privileges of membership. They are entitled to be represented by one delegate, who must also be a WVCA member in good standing at meetings and are entitled to one (1) vote and a single subscription to the WVCA newsletter. Affiliated Clubs are entitled to all other benefits as provided by the Board of Directors.

Section 2. Dues: Annual Membership dues shall be an amount determined from time to time by the Board of Directors and will vary by class but will not exceed \$100.00 per year. Dues shall be payable on or before the first of January of each year. After 30 days, a 20% late fee will be applied. Membership will lapse after 60 days and individuals must re-apply for membership. For applications accepted after September 1st, dues shall be 1/2 of the stated amounts. No member may vote whose dues are not paid for the current year. During the month of October, the Treasurer shall send to each member a statement of dues for the ensuing year.

Section 3. Election to membership:

- a. Each applicant for membership shall apply on a form as approved by the Board of Directors which shall provide that the applicant agrees to abide by the Constitution, By-laws and the CODE of Ethics of the WVCA. The application shall state the name, and address of the applicant and such additional information as the Board of Directors requests. Accompanying the application, the prospective member shall submit dues payment for the current year. Applicants may be elected to membership by a majority vote of directors present at any scheduled board meeting.
- b. When a junior member in good standing, reaches the age of 18 years, they must apply for general membership by written request to the Membership Chairperson. The junior need not file a new application or fee, simply update their personal information with the membership chair and shall then have his or her junior membership changed to single membership.

Section 4. Termination of Membership: Membership may be terminated by:

- a. 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. Lapsing: A membership will be considered lapsed and automatically terminated if such members' dues remain unpaid 60 days after the first day of the fiscal year. However, the Board may grant an additional 30 days of grace to such delinquent members in meritorious cases. In no case may a person be entitled to vote whose dues are unpaid.
- c. Expulsion: A membership may be terminated by expulsion as provided in Article VI of these By-laws.

ARTICLE II -- MEETINGS AND VOTING

Section 1. Club Meetings: shall consist of the Annual Meeting and any other meeting or meetings so called by the Board of Directors. Members of the WVCA will be notified of the time and place of the club meeting at least 10 days prior to the meeting. Notification can be by mail or e-mail, at the discretion of the club Secretary. Minutes of the meeting shall be published in the newsletter and/or club website. A quorum shall be no less than 10 percent or a minimum of 5 regular members in good standing, whichever is greater.

Section 2. Special Club Meetings: meetings may be called by the President, or by a majority vote of the members of the Board or shall be called by the Secretary upon receipt of a petition stating the reason for such a meeting and signed by 5% of the members of the club eligible for voting who are in good standing with the club. Written notice of such a meeting shall be e-mailed or mailed by the Secretary at least 10 days prior to, and not more than 15 days before the date of the meeting. Said notice shall state the purpose of the meeting, and no other club business may be transacted. The meeting shall be held at a time and place designated by the Board. A quorum for such a meeting shall be no less than 10 percent of the memberships in good standing.

Section 3. Board Meetings: shall be held monthly as needed or as designated by the Board. Written notice of such meetings shall be mailed or emailed by the Secretary at least 7 days prior to the date of the meeting. A quorum shall be a majority of the Board members. The Board may conduct business through the mail via the Secretary, via conference calling telephone services, or via Internet and electronic mail.

Section 4. Special Board Meetings: may be called by the President, or shall be called by the Secretary upon receipt of a written request signed by a majority of the members of the Board. Such a special meeting shall be held at a time and place designated by those requesting such a meeting. Written notice shall be mailed or emailed by the Secretary at least 10 days prior to, and not more than 15 days prior to the date of the meeting, and shall state the purpose of the meeting. No other business shall be transacted. A quorum for such ayes meeting shall be a majority of the Board.

Section 5. Voting: Each member in good standing whose dues are paid for the current year shall be entitled to one vote at any general meeting of the club at which he or she is present. Voting by proxy shall not be permitted. For those issues put before the entire general membership, specifically annual elections of officers and directors, changes in the breed standard or Code of Ethics, amendments to the Constitution and By-laws, initial approval of Honorary Lifetime Membership, expulsion and other issues designated by the Board of Directors, voting shall be by written ballot cast in person at the annual meeting or by mail or email via the Secretary (or designated professional firm).

Section 6. Meeting attendance: All general meetings may be attended only by WVCA members in good standing and their guests. All Board meetings may be attended by Board members only, except where otherwise permitted by these Constitution and By-Laws. Non-members and members in good standing may attend Board Meetings by approval of the majority of the Board members present at the meeting, provided they notify the Board of their desire to participate at least 24 hours in advance.

ARTICLE III -- DIRECTORS AND OFFICERS

Section 1. Board of Directors: shall be comprised of the President, Vice President, Secretary, Treasurer, AKC Delegate and 3 Directors-at-large, all of whom shall be members in good standing and all of whom shall reside in the United States. The immediate past President shall be nominated for a Director position. Board officers and Directors shall be elected for two year terms and shall serve until their successors are elected, or their positions are vacated voluntarily or involuntarily. General Management of the Clubs affairs shall be entrusted to the Board of Directors. All members of the Board of Directors shall be obligated to attend or otherwise participate in all regular meetings of the Board, except where notice of anticipated absence, along with a reason for the absence, is given to the clubs President prior to the meeting. Members failing to attend or otherwise participate in more than 50% of the Board meetings Semi-annually, shall automatically forfeit their position on the Board. In special cases, exceptions to automatic forfeiture may be granted by a majority of the remaining Board members. Only one (1) person from an individual household shall serve at any one time on the Board of Directors.

Section 2. Officers: The clubs officers, consisting of the President, Vice President, Secretary, Treasurer and AKC Delegate shall serve in their respective capacities both with regard to the club and its meetings and the Board and its meetings.

- a. The President shall preside at all meetings of the club and the Board, and shall have the duties and powers normally appurtenant to the office of President in addition to those particularly specified by these by-laws.
- b. The Vice President shall have the duties and exercise the powers of the President in case of the president's death, absence or incapacity.
- c. 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. He or she shall have charge of the correspondence, notify members of meeting, notify officers and directors of their election to office, and carry out such duties as are prescribed in these By-Laws.
- d. The Treasurer shall collect and receive all moneys due to and belonging to the Club. He or she shall deposit the same in a bank designated by the Board in the name of the Club. His or her books shall be at all times open to inspection by the Board, and he or she shall report to them at every meeting the condition of the Clubs finances and every item of receipt or payment not before reported. At the Annual Meetings he or she shall render an account of all moneys received or expended during the previous fiscal year.
- e. AKC Delegate shall report to the club allocations and matters discussed at the AKC's quarterly meetings.

Section 3. Vacancies: Any vacancies occurring on the Board or among the offices during the year shall be filled until the next annual election by a majority vote of all members of the Board at its first regular meeting following the creation of such a 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 vice president shall then be filled by the Board.

Section 4. Term Limits: No limits shall be made to the number of terms any officer or director may serve.

Section 5. Liability: WVCA shall defend, indemnify and hold its officers, directors, employees and agents harmless from and against any and all liability, loss, expense (including reasonable attorneys' fees) or claims for injury or damages arising out of the performance of this Agreement but only in proportion to and to the extent such liability, loss, expense, attorneys' fees, or claims for injury or damages are caused by or result from the negligent or intentional acts or omissions of WVCA its officers, directors, agents, or employees.

ARTICLE IV -- THE CLUB YEAR, ANNUAL MEETINGS, AND ELECTIONS

Section 1. Club Year: The WVCA fiscal year shall begin on the first day of January and end the last day of December. The WVCA official year shall begin the first day of January and end the last day of December.

Section 2. Annual Meeting: shall be held in conjunction with the Club's Annual Specialty at a date and time designated by the Board of Directors. Written notice of the Annual Meeting shall be provided by the Secretary at least 90 days prior to the date of the meeting. If there should be no National Specialty, a Regional Specialty will be selected instead; failing any specialty event, the Annual Meeting will be held at a time and place designated by the Board. A quorum shall be no less than 10 percent of the membership in good standing.

The annual meeting for WVCA consists of required (unless canceled due to extreme weather conditions), recommended and optional elements. These are as follows:

- a. Required:
 1. A membership meeting
 2. Board meeting
 3. President's address and awards presentation
 4. Question and answers with the board
 5. Auction or another fund raising activity
- b. Recommended, one or more of the following:
 1. A NAVHDA test
 2. A conformation show
 3. An obedience trial
 4. A hunt test and/or Field Trial
 5. AKC Water Test
 6. Judges Seminars
 7. Agility trial and/or demonstration
 8. Tracking test and/or demonstration
 9. CGC and/or Therapy Dog test
 10. Educational seminars
- c. Optional:
 1. Health Clinics
 2. Microchip clinic
 3. Rescue parade.

Section 3. Elections: Nominated candidates receiving the greatest number of votes for each office shall be declared elected. The four nominated candidates for Directors who receive the greatest number of votes for such positions shall be declared elected. Newly elected officers and directors shall take office on the first day of the Clubs official year, and each retiring officer or directors shall turn over to his or her successor all properties and records relating to that office within 30 days after the beginning of the official year.

Section 4. Nominations: No person may be a candidate in a club election who has not been nominated. By June 1, the Board shall appoint a Nominating Committee consisting of three regular members from different areas of the USA, and two alternates, all regular members in good standing, no more than one (1) of whom maybe a member of the current Board of Directors. The Board shall name a chairman for the Committee. The Committee shall meet or otherwise conduct business before September 1.

- a. The Committee shall nominate one candidate for each office and four candidates for the Director positions on the Board. The immediate past President shall be nominated for a Director position. The Committee should consider geographic representation of the membership on the Board to the extent that it is practicable to do so. After securing consent of each person so nominated, the Committee shall report their nominations to the Secretary, who shall mail, or cause to be mailed, the list, including the full name of each candidate and the name of the state in which he resides, to each member of the Club, on or before September 15, so that additional nominations may be made by the members if they so desire.
- b. Additional nominations of eligible members may be made by written petition, signed by 3 members, addresses to the Secretary and postmarked on or before October 15, and must be accompanied by a signed statement by the proposed candidate signifying his or her willingness to be a candidate.
- c. If no additional nominations are postmarked on or Before October 15, the Nominating Committee's slate shall be declared elected and no balloting is required. This elected slate of officers will seat on January 1 or the following year.
- d. If one or more valid additional nominations are postmarked on or before October 15, the Secretary shall, by October 30, mail or cause to be mailed to each regular member in good standing a ballot listing all of the nominees for each position in alphabetical order, with the names of the states in which they reside, together with a blank ballot. All ballots received by the Board Secretary must be postmarked by December 1st. Any ballot received by the Board Secretary postmarked after December 1st, shall be considered invalid. The results of the selection shall be announced to the membership, as soon as possible, by the Secretary using a method(s) that reaches all members.
- e. **Nominations cannot be made at the annual meeting or in any manner other than 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 such matters as Tests, Shows, Obedience Trials, Trophies, Annual Awards, Membership, and other such fields which may be served by committees. 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.

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.

ARTICLE VI – DISCIPLINE

Section 1. Charges: Any member may bring charges against another member for alleged misconduct prejudicial to the best interests of the club, the breed or the sport. Written charges with specifications must be filed in duplicate with the Secretary, together with a deposit of \$75, which shall be forfeited if such charges are not sustained by the Board following a hearing. The Secretary shall promptly send a copy of the charges to each member of the Board or present them at a Board meeting. If the Board considers that the charges do not allege conduct which would be prejudicial to the best interests of the club, the breed or the sport, it may refuse to entertain jurisdiction. If the Board entertains jurisdiction of the charges, it shall fix a date of a hearing by the Board not less than 3 weeks or more than 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 an assurance that the defendant may personally appear in his or her own defense and bring witnesses if he or 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 the complainant and defendant, the Board may, by majority vote of those present, suspend the defendant from all privileges of the club for not more than 6 months from the date of the hearing. If it deems that punishment insufficient, it may also recommend to the membership that the penalty be expulsion. In such a case, the suspension shall not restrict the defendants' right to appear before his fellow members at the ensuing club meeting which considers the Board recommendation. 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, and if expulsion is recommended, arrange to have the minutes of the hearing either published in the next club newsletter or mailed to each voting member.

Section 3. Expulsion: Expulsion of a member from the club may be accomplished by a ballot included with the minutes of the hearing and recommendation by the Board. Voting shall be by written ballot via the mail through the Secretary. Votes shall be received by the Secretary prior to a date set by the Board. A 2/3 majority of those votes received shall be necessary for expulsion. If expulsion is not so voted, the Board's suspension shall stand.

Section 4. AKC Suspension: Any member who has been suspended from all the privileges of the American Kennel Club automatically shall be suspended from the privileges of this club for a like period of time.

ARTICLE VII – AMENDMENTS

Section 1. Amendments to the Constitution and By-Laws (and to the Standard for the Breed or Code of Ethics) may be proposed by the Board of Directors or by written petition addressed to the Secretary signed by 20% of the membership in good standing. Amendments proposed by such a petition shall be promptly considered by the Board of Directors and must be submitted to the members with recommendations of the Board by the Secretary for a vote within 3 months of the date when the petition was received by the Secretary.

Section 2. The Constitution and By-Laws (and the Standard for the Breed or Code of Ethics) may be amended at any time provided a copy of the proposed amendment(s) has been mailed or emailed by the Secretary to every member in good standing on the date of the mailing, accompanied by a ballot on which a choice for or against the action to be taken shall be indicated. A favorable vote of 2/3 of the members in good standing who returned valid ballots within the time limit shall be required to effect any such amendment (or change to the Standard for the Breed or Code of Ethics).

Section 3. No amendment to the constitution and bylaws (or to the standard for the breed) that is adopted by the club shall become effective until it has been approved by the Board of Directors of the American Kennel Club.

ARTICLE VIII – DISSOLUTION

Section 1. The Club may be dissolved at any time by the written consent of not less than 2/3 of the members. In the event of dissolution of the Club, other than for purposes of reorganization, whether voluntary or involuntary, or by operation of law, none of the property of the Club nor any proceeds thereof nor any assets of the Club shall be distributed to any members 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:

- a. Roll Call
- b. Minutes of the last meeting
- c. Report of President
- d. Report of Secretary
- e. Report of Treasurer
- f. Reports of Committees
- g. Election of Officers and Board (at annual meeting)
- h. Acceptance of new members
- i. Old business
- j. New business
- k. Adjournment

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

- a. Reading of minutes of last meeting
- b. Report of Secretary
- c. Report of Treasurer
- d. Reports of Committees
- e. Old business
- f. Election of new members
- g. New Business
- h. Adjournment

ARTICLE X - PARLIAMENTARY AUTHORITY

Section 1. The rules contained in the current edition of Robert's Rules of Order, Newly Revised shall govern the WVCA in all cases to which they are applicable, except as specified by the Articles of Incorporation and these By-Laws.

Amended: August 18, 2012