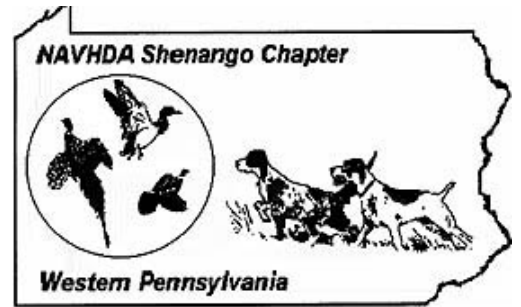




BYLAWS

of the
SHENANGO Chapter
of
NAVHDA



ARTICLE I - NAME, AUTHORIZATION AND PURPOSE

Section 1. NAME

This corporation shall be known as: "Shenango Chapter of NAVHDA, Inc." (The Chapter) It is a non-profit organization incorporated under the laws of the state of Pennsylvania.

Section 2. AUTHORIZATION

The Chapter is an authorized chapter of the North American Versatile Hunting Dog Association (NAVHDA). The Chapter is pledged to operate within the framework of the by-laws and policies of the parent organization

Section 3. PURPOSE

The purpose of this Chapter is to foster, improve, promote, and protect the versatile hunting dog breeds in North America; to conserve game by using well trained, reliable hunting dogs before and after the shot and to aid in the prevention of cruelty to animals by discouraging nonselective and uncontrolled breeding which produces unwanted and uncared for dogs, by such activities as:

- a) Sponsoring field tests for the versatile breeds according to the rules of the Field Test Standards of NAVHDA.
- b) Conducting training, clinics, demonstrations and similar activities as an aid to members and other interested persons in realizing the full potential of their versatile hunting dogs.
- c) Increasing general awareness of the historic heritage and undiminished value of the trained hunting dog as an indispensable companion for the fair pursuit and conservation of game.

ARTICLE II - ACTIVE STATUS, MEMBERSHIP AND DUES

Section 1. ACTIVE CHAPTER STATUS

To remain on active status the Chapter is required to maintain a dues paying membership of not less than ten adult persons who are members of NAVHDA International.

Section 2. MEMBERSHIP

Membership in this club shall be open to any person regardless of race, religion, sex, age, or place of natural origin

- a) An active membership in the parent organization (NAVHDA) is a prerequisite for Shenango chapter membership for all Membership classes.
- b) Regular Membership: Upon submission of a completed Chapter membership application, payment of dues for the current year, and verification of NAVHDA International membership, an applicant will be issued a membership card and become an active member.

- c) Family Membership: Spouses and children age 18 and over in the immediate household of Regular Members shall be eligible for membership under the Family Membership plan. These individuals shall become members upon payment of the Family Membership dues and shall have all the rights and privileges of the Regular membership.
- d) Junior Membership: Children age 17 and younger of members shall be eligible for membership as part of their parents Regular or Family Membership dues. Children age 17 and younger whose parents are not members shall be eligible for membership with no chapter dues required. Junior members will have all the rights and privileges of the Regular membership except for voting privileges. A senior member must accompany Junior Members on the chapter training grounds at all times.
- e) Honorary Membership: Any eligible person who by reason of extraordinary service to the club or notable contribution to its purpose may be made an Honorary Member or Honorary Lifetime Member by the Executive Council and shall be exempt from payment of dues. Honorary members shall have all the rights and privileges of the Regular membership.
- f) The Executive Council at its discretion can deny membership to any applicant who is not in good standing with NAVHDA International or another NAVHDA chapter.
- g) By a majority vote of the entire Executive Council a member may be expelled from the Chapter for good cause shown, such as violation of chapter rules, unsportsmanlike conduct, or any other actions that might bring discredit to the Shenango Chapter or NAVHDA International. Prior to final action by the Executive Council, the person in question shall be given an opportunity to present their case to the Executive Council. If the decision is to expel, no refund of dues will be made. A member thus expelled may petition the Executive Council for reinstatement after a period of one year. The General membership will vote on the petition at the following Annual meeting.

Section 3. DUES

- a) The general membership will establish dues for regular and family memberships at the Annual Meeting by a majority vote of the members voting. All full time students and full time military personnel shall be exempt from paying Chapter dues.
- b) Dues will be for the calendar year in which they are paid with the exception that any new member who joins on or after August 1 shall be deemed paid for the balance of the year and for the succeeding year.
- c) All dues shall be due and payable by March 15 of each year. Dues must be paid by April 15 or membership is considered terminated.

ARTICLE III - CHAPTER MEETINGS AND BUSINESS PROCEDURES

Section 1: REQUIRED MEETINGS AND PROCEDURE

- a) The Chapter shall have a minimum of three (3) meetings per year consisting of two (2) for the Executive Council and one (1) for the general membership, which shall be the Annual Meeting.
- b) The Annual Meeting for the General Membership shall be held in January or February each year. An Executive Council meeting shall be held in January each year preceding the annual General Membership meeting.

- c) Special chapter meetings may be called by the President, a majority of the Executive Council or by the Secretary upon receipt of a petition signed by three (3) members of the chapter who are in good standing and have been chapter members for a minimum of three months. Notice of Special meetings shall be given to all active members at least ten (10) days prior to the meeting and shall contain the specific purpose for which it is being called.
- d) A quorum for General or Special membership meetings shall be ten (10) active members. All ordinary business will be decided by a majority vote of the members voting.
- e) All active members 18 years of age and older are eligible to vote at chapter meetings and on chapter business provided:
 - 1) They have been members for a minimum of three (3) months and have
 - 2) attended a minimum of any two (2) chapter events or meetings or combination of them in the twelve (12) months preceding the vote.

Section 2: ANNUAL MEETING PURPOSE

- a) Introduce new Executive Council members.
- b) Present current officer's and director's reports.
- c) Vote on any changes to the bylaws if any are proposed.
- d) Review membership dues and vote on any proposed changes.
- e) Review the chapter rules and policies and update as needed.
- f) Propose a schedule for the coming year's events.
- g) Address any other unfinished or new business.

Section 3: All business shall be transacted by voice vote except elections, which shall be by ballot.

Section 4: Executive Council meetings may be at any time and any place as called for by the President on three (3) days notice to the Executive Council. To expedite time and minimize travel expenses, chapter business may be conducted by mail, telephone or electronically.

Section 5: A quorum of the Executive Council shall consist of four (4) members of the Council so long as all Council members were notified. All decisions will be determined by a majority vote of the Executive Council members present, or in the case of a mail, telephone or electronic vote, of a majority of the entire Executive Council

Section 6: Any chapter member may make a motion at any time. Motions presented other than at scheduled meetings shall be written and presented to the Secretary. Such motions shall be acted upon by the Executive Council within ten (10) days and notice given of the decision to the membership within thirty (30) days.

Section 7: A chapter member may appeal any decision or action of the Executive Council. Such appeal shall be decided by a two-thirds vote of the members voting at a Regular or Special membership meeting.

Section 8: Robert's Rules of Order shall be used to conduct the parliamentary business of the organization to the extent practical. Unless otherwise stated, decisions made by the general membership shall be by a simple (>50%) majority of the members voting.

Section 9: Any change, deletion, addition or modification of the chapter's Bylaws may be made by a two-thirds majority vote of the membership voting. Proposed changes must be made available to all chapter members in writing at least ten (10) days prior to the meeting at which it will be voted upon. Bylaws changes shall not be retroactive.

ARTICLE IV - EXECUTIVE COUNCIL OFFICERS AND DUTIES

Section 1: EXECUTIVE COUNCIL OFFICERS AND MANAGEMENT

- a) The Executive Council of the Chapter shall constitute the governing body and have general control over all officers and committees as well as the management of the affairs and finances of the chapter.
- b) This Council will consist of the following:
 - 1) Four elected officers (President, Vice President, Secretary and Treasurer);
 - 2) One delegate at large elected by the general membership; and
 - 3) The immediate Past President.
- c) In addition, four non-voting members to the Executive Board shall be nominated by the President and approved individually by a majority vote of the five (5) other incoming Council members. These members shall consist of: The Director of Training, the Director of Publicity, the Test Chairman and the Grounds Director.
- d) The President shall appoint committees and chairpersons as needed. Suggested committees might be: clinics, demonstrations, membership, fundraising, or any other that the need may arise for in the normal course of chapter business.
- e) An Executive Council member missing three (3) successive meetings is automatically suspended and shall be replaced by presidential appointment unless a majority of the entire remaining Executive Council votes to grant an exception.
- f) A member of the Executive Council may be removed from office with or without cause by a two-thirds vote of the entire Executive Council or two-thirds vote of the members voting at a General or Special meeting.
- g) All members of the Executive Board shall be required to adhere to, and sign the Shenango Chapter's Conflict of Interest Policy which shall then be effect for their entire term of office.

Section 2: DUTIES OF OFFICERS

- a) **President.** The President is the chief executive of the Chapter. The President chairs the Executive Council and general membership meetings and appoints ad hoc committees as required. The President shall enforce the regulations and bylaws of the chapter and have the deciding vote in case of a tie. With the advice of the Executive Council the President shall appoint persons to fill vacancies occurring within the Council. The President shall be an ex officio member of all Chapter committees.
- b) **Vice President.** The Vice President assumes the office of President in the event of a vacancy occurring therein. The Vice President acts for the President during the temporary absence of the President and performs such other duties as may be assigned by the President. The Vice President also acts as the principal liaison officer between the Chapter and NAVHDA. In case of the absence of both the President and Vice-President, a President Pro tem may be elected.
- c) **Secretary.** The Secretary shall be responsible for chapter correspondence, mailings, records and reports, and other administrative business of the Chapter. The Secretary shall attend all sessions of the Council 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. The Secretary shall see that proper notice is given of all special meetings of the Executive Council and of all meetings of the Chapter. Upon retirement the Secretary shall turn over all papers to the successor.

- d) Treasurer. The Treasurer shall maintain the financial records of the Chapter, receive and disburse moneys, and prepare financial statements. The treasurer shall take the proper vouchers for disbursements of chapter funds, and shall render to the President and Directors at the regular meetings or whenever they may require it, an account of all transactions and of the financial condition of the Chapter. Upon retirement the Treasurer shall present an itemized accounting statement of chapter finances to the successor.
- e) Director of Training. The Director of Training shall be responsible for recommending to the Executive Council plans and programs for field tests, training clinics, gunner training, judge development, and similar activities and for overseeing the execution of approved plans and programs in this category.
- f) Director of Publicity. The Director of Publicity shall be responsible for recommending to the Executive Council plans and programs designed to increase public awareness of Chapter aims, programs and events and for implementing approved publicity plans. The Director of Publicity is also responsible for the preparation of chapter newsletters and narrative reports of chapter events for other publications.
- g) Test Chairman. The Test Chairman will perform all duties pertaining to test events and follow NAVHDA rules and regulations pertaining to them. The Test Chairman will recruit a Test Secretary to handle registrations.
- h) Grounds Director. The Grounds Director will be responsible for all aspects and issues related to the training grounds; including maintenance, land acquisition, lease negotiation, and landlord relations and will be responsible for maintenance and upkeep of the chapter's training and testing equipment

ARTICLE V – OFFICER TERMS, NOMINATIONS, AND ELECTIONS

Section 1. FREQUENCY

Election of officers shall be held biannually in even number years.

Section 2. TERMS OF OFFICE

- a) Elected officers shall assume office during the Executive Council meeting in January of the year following the election year for a two-year term ending at the time of the Executive Council meeting in January two year later. No elected officer may hold the same office for more than two successive terms.
- b) Any Director or other Officer may in writing addressed to the Executive Council resign the office at any time. Such resignation shall be valid without any acceptance of the same by the Council. In case of any vacancy in any of the offices of the chapter, caused by death, disability, disqualification, resignation, removal, or for any reason whatsoever, the vacancy will be filled by appointment by the President. The appointee shall serve until the next election year at which time the office shall be filled through the regular election or appointment process.

Section 3. NOMINATIONS

- a) Nominations for elected office will be made by a Nominating Committee of three persons selected by the Executive Council from among those active adult members who have been members of the chapter for a minimum of two years. Incumbent members of the Executive Council are not eligible to serve on the Nominating Committee, except that if there are insufficient qualified volunteers among the general membership to form a committee of three, one member of the Executive Council may be selected to serve, but not as Committee Chairman.
- b) The Nominating Committee shall nominate persons for the following offices: President, Vice President, Secretary, Treasurer, and Delegate-at-Large to the Executive Council

- c) Nominees must have been a member of SHENANGO chapter of NAVHDA for a minimum of one year at the time of nomination and must have reached their twenty-first birthday.
- d) Recommendations of the Nominating Committee shall be in the hands of the Secretary not later than October 15th of the election year. The Secretary shall insure that a list of the recommended nominees is distributed to the general membership so as to arrive not later than the following November 1st.
- e) In addition, any adult member of the Chapter may submit a nomination. To be valid, nominations submitted by individuals must:
 - 1) be accompanied by a petition of nominations signed by at least two (2) adult members of the Chapter;
 - 2) be accompanied by a letter of consent signed by the nominee, and
 - 3) be in the hands of the Secretary not later than November 15th.

Section 4. ELECTIONS

- a) Voting will be by secret balloting conducted by mail. Members must be at least 18 years of age and have been a member of the Chapter before August 1 of the election year in order to cast a ballot.
- b) Based on the input of the Nominating Committee and such individual nominations as may have been received, the Secretary will prepare a blank ballot for distribution to each eligible member. Where two or more persons have been nominated for the same office, the name of the nominee selected by the Nominating Committee shall be listed first, with other candidates for the office appearing in alphabetical order. The blank ballot shall be in simple form and postmarked no later than December 1st.
- c) To be valid, a ballot must be received not later than the 15th day of December. The results will be reported to the President not later than Dec 25th. The Secretary will announce the results to the membership no later than January 1st.
- d) A majority vote of the members voting shall determine the successful candidate in each case. In case of a tie vote, the candidate who has been a member of the chapter for the longest period shall be declared the winner.
- e) Ballots will be kept on file for a period of one year following the election.

Section 5. DELEGATE TO NAVHDA MEETINGS

- a) Article VII, Section 3 of the NAVHDA By-Laws (Revised 1992) provides for attendance of a chapter delegate at the annual meeting of NAVHDA, with voting privileges on all executive business conducted at the meeting.
- b) When deemed advisable and feasible, the Executive Council of SHENANGO chapter will select a member of the chapter to attend. This delegate shall be in addition to any member who might also be serving on the NAVHDA Executive Council.
- c) Delegate expenditures may be reimbursed from chapter funds at the discretion of the Executive Council.

ARTICLE VI - CHAPTER EVENTS AND TESTS POLICIES

Section 1. RULES

- a) Field Tests conducted by the chapter shall be conducted with prior NAVHDA sanction and in accordance with the NAVHDA test rules then pertaining.
- b) All tests and training sessions shall be conducted in accordance with all local, state, and federal laws pertaining to the handling of game, dogs, firearms, and ammunition.

- c) The Chapter shall maintain and make readily available to all members a written set of policies governing the procedures, rules and regulations for chapter events and grounds.

Section 2. AWARDS

Awards for the Natural Ability and Utility Tests will be limited to simple awards. Every dog qualifying will receive the same award and no other trophies will be awarded. No monetary awards will be given at any test.

Section 3. ENTRY FEES

- a) Entry fees for field tests sponsored by the Chapter will be established by the Executive Council for each test as well as all other fees for chapter events.
- b) Fees for dogs owned by members of NAVHDA will be established at a reduced rate, regardless of whether the handler is a member of NAVHDA or not.

ARTICLE VII - FINANCIAL POLICIES AND DISSOLUTION

Section 1. CHAPTER FINANCES

- a) Any bank account established with chapter funds shall require prior approval of the Executive Council.
- b) All such bank accounts shall bear, in addition to that of the Treasurer and the President, the signature of one (1) other member of the Executive Council. Either the Treasurer's or the President's signature is required on all chapter checks.
- c) Any disbursement of chapter funds in excess of \$250 shall require approval by a majority vote of the entire Executive Council unless it had been approved by the general membership or Executive Council individually or as part of a budgeted item at a prior meeting. The Treasurer within the normal course of the chapter business may make all other disbursements.
- d) A record of all equipment, utensils or any other asset purchased with chapter funds shall be kept and maintained by the President. This record shall contain a description of the items, the purchase dates and costs, any related expenses and the current whereabouts of all chapter property.
- e) An audit of all financial records of the Chapter shall be done annually in January of each year and completed prior to the Annual Meeting. The President shall appoint at least two members, excluding the Treasurer and anyone else with check writing authority, to conduct the audit. The auditors shall report their findings, either orally or in writing, at the Annual Meeting of the General Membership.
- f) No person who is now, or who later becomes a member of Shenango Chapter, shall be personally liable to its creditors for any indebtedness or liability, and any and all creditors of this chapter shall look only to the assets of the Chapter for payment of debts.
- g) The Chapter is not organized for profit and no part of the net earnings or assets of the Chapter shall inure to the benefit of any private individual except that the chapter 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 3 hereof.
- h) The Chapter's fiscal year shall begin on the 1st day of January and end on the 31st day of December.

Section 2. DISSOLUTION

In the event that it becomes necessary to dissolve the chapter, upon payment of any outstanding debts and obligations, the remaining monies will be given over to the parent organization. In the event of the dissolution of the parent organization, which would dictate the dissolution of the SHENANGO Chapter, the monies will be donated to an organization which is worthily and successfully working for the betterment of hunting dogs and the North American hunter. This organization will be chosen by a majority vote of the Executive Council.

ARTICLE VIII - SUMMARY STATEMENT

Notwithstanding any other provision of these by-laws, the chapter 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 Internal Revenue Code of 1954 (or the corresponding provision of any further United States internal Revenue Law). No substantial part of the activities of the Chapter shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the chapter shall not participate in, or intervene in (including publishing or distribution of statements) any political campaign on behalf of any candidate for public office. Provided, however that nothing herein contained shall be construed as authoring the chapter 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 Pennsylvania 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 Pennsylvania.

ARTICLE IX – APPROVAL

The members of the SHENANGO Chapter of NAVHDA approved these bylaws on March 26, 2004.

Revised Feb. 2, 2007