

**Colorado Gun Dog Association, Inc.-Complete revised By-Laws.
Revised on 1-27-2011.**

The following is the complete Constitution and By-Laws:

Constitution

Section 1. The name of the Club shall be known as Colorado Gun Dog Association, Inc.

Section 2. The objectives of the Club shall be: A.) to extend the enjoyment for the bird hunter and his or her dog through organized field trial(s), obedience and / or any other related competition; B.) to acquire or lease real property and to convert the same into hunting, fishing and recreational grounds: C.) to construct and maintain thereon, a Club house and other improvements necessary to carry such general purpose into effect: D.) to buy, sell, hold, improve, exchange, convey and / or mortgage real and personal property in the furtherance of said purposes: E.) to do all and everything necessary, suitable and proper for the accomplishment of any purposes, or the attainment of any of the objectives, or the furtherance of any of the powers herein set forth: F.) to do other act or acts, thing or business or powers or any parts, thereof: G.) to do all in its power to protect and advance the interests of the pointing breed dogs, by encouraging sportsmanlike competition at obedience and field trial events: H.) to hold fun field trials, seminars and / or clinics for the membership, in order to aid in the education and training of a pointing breed dog and: I.) to encourage, support and promote breed specific Club in their pursuits.

Section 3. The Club shall not be conducted or operated *not* for profit and no part of any profit, 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 Constitution and By-Laws, as may be required to carry out these objectives.

By-Laws

Article I-

Section 1. Eligibility of membership shall be open to all persons expressing their interests in the objectives and purposes of the association. The members shall further signify and express their intentions by participation in field trial, meetings and work, as needed, to keep the association operable. Membership is to be unrestricted as to residence, with the Club's primary purpose as a representative of the gun dog owners in the immediate area. The board can refuse membership with a majority of 4 out of 5 in order to reject.

Section 2. An active member shall be any individual, spouse or child living together, meeting the membership requirements, to include dues being current and over the age of 18 years.

Section 3. Any initiation fee or annual dues may be changed by a majority vote of the Board of Directors.

Section 4. Membership dues shall be due and payable on or before January 1st of each year. Any member whose dues are unpaid shall not be eligible to vote in elections or on any business conducted at meetings.

Section 5. There can only be 1 (one) membership per family (per house hold)

Section 6. Memberships may be terminated as follows:

- A. Any member in good standing may resign from the Club upon written notice to the Secretary.
- B. By lapsing of member's dues, which remain unpaid on March 31st. Any member whose membership lapses must pay the initiation fee plus the annual dues in order to be re-instated and
- C. A membership may be terminated by expulsion, as provided in Article VI.

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Article II

Section 1. Meetings for the association shall be as follows:

- A. Regular meetings of the Club will be held as such time and place as may be designated at the preceding meeting. A special meeting of the Club may be called by the President or by 20% of the active members of the Club. Written notice of all special meetings called by the President or 20 % of the members shall be provided by the Secretary to all 7 days prior to the meeting date.
- B. Election of officer's shall be held annually, with written notice provided to all members 15 days prior to the election, by the Secretary.
- C. Board of director's meetings may be called by either the President or Vice President of the Club. The quorum for such a meeting must be 3 Board of Directors.

Section 2. Each active membership will have one (1) vote at annual meetings, but will have no voting power at board meetings. All members in good standing with the Club, whose dues are current, shall be entitled to one vote at any meeting. Proxy voting will not be permitted at any Club meeting or election.

Article III-

Section 1. The Board of Director's shall be comprised of the President, Immediate Past President, Vice-president, Secretary and Treasurer, all of whom shall be members in good standing and whom shall be elected for one year terms. Responsibilities of the Board of Directors shall be as follows:

- A. Assume general management of the Club's affairs:
- B. Receive and decide on all grievances; and
- C. Oversee all Club committee's activities.

Section 2. The Club's officers, consisting of the President, Vice-president, Secretary, Treasurer, and Immediate Past President shall serve in their respective

capacities, both with regard to the Club, its members, the board and its meetings as follows:

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- A. The President shall preside at all meetings of the Club and the Board shall have the duties and powers normally appurtenant to the office of the President, in addition to those particularly specified in these By-Laws as well as have check signing authority.
- B. The Vice-President shall have the duties and exercise the power of the President in the case of the President's death, absence or incapacity. The Vice-President shall have the authority to sign and endorse checks.
- C. The Secretary shall keep a record of all meetings of the Club, the Board and of all matters of which a record shall be ordered by the Club. The Secretary shall have charge of the correspondence, notification of the members of meetings, notification of Officers' and Directors of their election to an office, keep roll of the members of the Club: including addresses and carry out other duties as are prescribed in the By-Laws.
- D. The Treasurer shall manage all deposits, expenditures and books of the Club. The books shall be open for inspection at all times to all members. At every meeting a report shall be provided as to the finances of the Club. At the annual meeting a report shall be rendered of all accounts monies received and expended during the previous fiscal year. The Treasurer shall have primary check issuance and signing authority and;
- E. The offices of the Secretary and Treasurer may be held by the same person, in which case the Board shall be comprised of one additional Board member to be elected at large;
- F. The Immediate Past President will act as an advisor to the Board as well as serve as a member of the Board of Directors.

Section 3. Any vacancy occurring on the Board or among the Officers during the year shall be filled, until the next annual election, by a majority vote of the members of the Board, at its first regular meeting following the creation of such vacancy or at a special Board meeting called for said purpose. With exception, a vacancy in the office of the President shall be filled automatically by the Vice-President and the resulting vacancy in the office of the Vice-President shall be filled by the Board.

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Article IV -

Section 1. The Club's fiscal year shall be January 1st to December 31st.

Section 2. There will be an annual meeting held each year. The electees shall take office on September 1st following their election and each retiring officer or Board member shall turn over to his successor all properties and records relating to said officer by September 1st.

Section 3. Only those persons nominated may be a candidate in a Club election. Before the end of July, the Board shall select a nominating committee consisting of three members, not more than one of whom may be a member of the Board. The Secretary shall notify the Committee persons of their selections. The Board shall name a chairman for the committee and shall have the duty to call all committee meetings as follows:

- A. The committee shall nominate one candidate for each office, after securing the consent of each person nominated and shall report their nominations to the Secretary in writing; The nominating committee shall meet and nominate a slate of officers for the upcoming year by not later than August 1st, with the exception of the Immediate Past President, who automatically assumes that office on September 1st.
- B. Additional nominations may be made at the annual meeting by any member attendance, provided that the person so nominated does not decline when his name is proposed and provided further that if the proposed candidate is not in attendance at the meeting, his proposer shall present to the Secretary a written statement from the proposed candidate signifying his willingness to be a candidate. No person may be candidate for more than on position.
- C. The Secretary will send out a ballot to each member, no later than August 15th, indicating the nominations made by the nominating committee. The ballot will also contain the name(s) of anyone that has been nominated at the annual meeting. The ballots that are returned to the Secretary will be tallied by not later than August 30th which will be the deadline for receipt of said ballot will be extended

by one additional day. If no ballot was received from a particular member by the deadline at the office of the Secretary, that particular

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member's vote will be counted as a vote for the slate of officers nominated by nominating committee.

Article V -

Section 1. Upon majority vote of the members in attendance at any Club meeting, a committee can be formed to advance the work of the Club in such a matters as NSTRA, NAVHDA, AKC, American Field, annual prizes, Club promotion and other Fields, which may be served by committees. Such committees may also be appointed by the Board, to aid it on particular projects.

Section 2. The committee members shall hold elections to elect a chairman and secretary of their respective committees with two months after their formation. These positions will be held until September 1st unless extended or dissolved by the Board of Directors.

Section 3. All committees shall submit a tentative budget of the Board for approval, for any activity they may wish to hold. If at any time the committee feels that the budget must be revised, notification shall be given to the President and a new budget must be put before the Board of Directors within seven days.

Section 4. Any committee formed may be terminated by a 2/3 majority vote of the Board.

Article VI -

Section 1. Any member may prefer charges against a member of alleged misconduct prejudicial to the best interest of the Club of the hunting breed dogs. Written charges with specifics must be filed in duplicate with the Secretary, together with a fee of \$10.00 which will

be used by the Club to offset any costs to the Club. The Secretary will promptly send a copy of the charges of each member of the Board or

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present them at a Board meeting. The Board shall first consider whether the actions alleged in the charges, if proven, might constitute conduct prejudicial to the best interest of the Club. If the Board considers that the charges do not allege misconduct which would be prejudicial to the interests of the Club, it may refuse to entertain jurisdiction. If the Board entertains jurisdiction of the charges, it shall affix a date of a hearing, it shall affix a date of a hearing, no less than 3 weeks nor more than 6 weeks thereafter. The Secretary shall promptly send one copy to the accused member by registered mail, together with a notice of hearing and an assurance that the defendant may personally appear in his own defense and bring witnesses if he/she wishes.

Section 2. 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 majority vote of those present, suspend the defendant from all privileges of the Club for not more than six months from the date of the hearing. If it deems that said punishment is insufficient, it may also recommend to the membership that the penalty be expulsion from the Club. In such a case the suspension shall not restrict the defendant's right to appear before his fellow members at the ensuing Club meeting which considers the Board's 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.

Section 3. 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 regular or special meeting of the Club, to be held within 40 days, but no earlier than 20 days after the Board's recommendation of expulsion. The defendant

shall have privilege of appearing on his own behalf, though no evidence shall be taken at this meeting. The President shall read the

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charges and the Board's findings and recommendations and shall invite the defendant, if present, to speak on his own behalf. The President shall then call for a vote by secret ballot on the proposed expulsion. A 2/3 vote of those present and voting at said meeting shall be necessary for expulsion. If expulsion is not so voted then the Board's suspension shall stand.

Section 4. All complaints or suggestions as to the management of the Club must be made in writing to the Secretary for notification to the Board of Directors. The Board of Directors shall have a recommendation on the matter to present to the Club at the next regular meeting. A 2/3 vote of those present and voting shall be necessary for action.

Article VII -

Section 1. Amendments to the Constitution or By-Laws may be proposed by the Board of Directors or by written petition of 20% of the membership in good standing. Proposed amendments shall be submitted by the Secretary to the members, with recommendations by the Board, for a vote within three months of the date the petition was received or the proposal was made.

Section 2. The Constitution and By-Laws may be amended by a 2/3 vote of the members present and voting at any regular meeting or special meeting called, provided the proposed amendments have been included as a written **or email** notice to the members and done so 10 days prior to the date of the meeting.

Section 3. Rules of conduct on club grounds, qualification for and rules governing field trials shall be determined by the Board of Directors and may be revised by the Board of Directors from time to time to best suit the needs of the Club. A copy of all rules,

including the latest revision date, shall be given to each member and also posted in the clubhouse.

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Article VIII -

Section 1. The Club may be dissolved at any time by written consent of not less than 2/3 of the members. In the event of dissolution of the Club other than for purposed of reorganization, whether voluntary or involuntary or by operation of law, none of the property of the Club, nor any proceed thereof, nor any assets of he club shall be distributed to any members of the Club, but after payment of all debts of the Club, it's property and remaining assets shall be given to a charitable organization for the benefit of dogs, selected by the Board of Directors.

Article IX -

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 the President
- D) Report of the Secretary
- E) Report of the Treasurer
- F) Report of the Committees
- G) Unfinished Business
- H) New Business
- I) Adjournment

Section 2. In all other procedural matters not already specified, "Roberts Rules of Order" will be utilized.

* Words "he, his, they, and him" shall be used generically in this

document to describe all he/she generalizations.