

By-laws of the Duluth Retriever Club

I NAME

The name of this club shall be the Duluth Retriever Club.

II PURPOSE

The purpose of this club shall be to encourage conservation of game by the development and training of field dogs and retrievers generally, promote good citizenship in the proper training of dogs in obedience and in the field, encourage the holding of field trials and hunt tests under the rules and regulations of the American Kennel Club, conduct educational classes in the handling and training of field dogs and retrievers, promote the conservation of fish and game generally, and promote safe handling of firearms, through moral, educational, social and scientific means, including educational meetings and events, distribution of informational literature, and the performance of such other charitable and educational functions necessary, appropriate or otherwise promoting an interest in field dogs and retrievers.

III OFFICERS

The officers of the club shall be President, First Vice President, Second Vice President, Secretary, Treasurer, Field Trial Chairman, Field Trial Secretary, Hunt Test Chairman, and Hunt Test Secretary, who shall be members ex-officio of the Board of Directors.

IV BOARD OF DIRECTORS

The Board of Directors shall consist of a total of not less than eleven members in addition to the President. The Current officers of the club and the immediate past president shall be ex-officio members of the Board, and the remaining members shall be elected by the membership. The members of the Board who are not officers shall be elected for a two year term. All officers and directors shall serve until their successors are duly elected and qualified.

Meetings of the Board of Directors shall be held at least semi-annually on such day and at such time as they shall decide. The Board of Directors shall manage the affairs of the club and control the actions of the officers thereof, determine and fix the qualifications for the membership of the club and supervise its activities generally, and shall carry out the purposes of the club in conformity with the rules and regulations of the American Kennel Club, whenever applicable, and in accordance with these by-laws.

A majority of the Board of Directors shall constitute a quorum for the transaction of business and the affirmative vote of a majority of the Board members present at a meeting shall be sufficient for action.

The Board of Directors shall approve all applications for membership in the club.

V
DUTIES OF OFFICERS

The President shall be the Chief Executive Officer of the club. The President shall preside at all meetings of the club and shall sign, when countersigned by the Secretary and/or Treasurer, all obligations, contracts, and other papers for and on behalf of the club, and shall have general and active management of the club's business under the directions of the Board of Directors.

The First Vice President shall be an assistant to the President, and shall preside at all meetings at which the President is not present, and shall exercise all the powers of the President during his/her incapacity, and while the office is actually vacant.

The Second Vice President shall be an assistant to the President, and shall exercise the powers of the office during the absence or incapacity of the President and First Vice President.

The Secretary shall have the care and custody of the club's books and records, and shall properly keep minutes of all the meetings of the club and the Board of Directors.

The Treasurer shall have the responsibility for the custody of the club's funds and securities and shall disburse the same upon order of the Board of Directors, or upon resolution of the club passed at a meeting thereof. The Treasurer shall also keep full and accurate records and accounts of all receipts and expenditures, and shall, with professional help as needed, perform year-end tax preparation and reporting.

All money, funds and securities of the club shall be deposited in a bank in Duluth, Minnesota in the name of the Club.

The Field Trial Chairman shall have general charge of the field trial, and shall appoint a Field Trial Committee.

The Field Trial Secretary shall have general custody of the Catalogues, Field Trial Judges' Books and other papers pertaining to the field trials held by the club and, as directed by the Field Trial Committee shall prepare and issue the announcements, entry list, award list and Field Trial Judges' Books. He/she shall collect the required fees for entry, keep all the records required, and make and transmit to the American Kennel Club and the other national field trial organizations such reports, letters and other papers as may be required by the rules pertaining to the conduct of field trials.

The Hunt Test Chairman shall have general charge of the hunt test, and shall appoint a Hunt Test Committee.

The Hunt Test Secretary shall have general custody of the Catalogues, Hunt Test Judges' Books and other papers pertaining to the hunt tests held by the club and, as directed by the Hunt Test Committee, shall prepare and issue the announcements, entry list, award list and Hunt Test Judges' Books. He/she shall collect the required fees for entry, keep all the records required, and make and transmit to the American Kennel Club and the other national hunt test

organizations such reports, letters and other papers as may be required by the rules pertaining to the conduct of hunt tests.

VI MEETINGS

Regular meetings of the club shall be held at such time and at such place as may be announced. The Secretary shall notify members of the club of the time and place of the meeting.

Special meetings may be called, with two days notice, upon order of the President, a majority of the Board of Directors at a meeting thereof, or upon the written request of at least five members of the club. Such notice shall be transmitted by the Secretary to the general membership of the club.

The annual meeting of the club shall be scheduled and held in the month of September of each year, and the first business shall be the election of officers and the members of the Board of Directors whose terms shall expire. All officers shall be elected for a term of one year and until their successors have been elected and qualified. In the event of a vacancy in any office, the vacancy shall be filled at the next club meeting held after such vacancy occurs. All directors and officers shall be subject to removal from office by a resolution passed at any regular meeting of the club, or at a special meeting called for that purpose. Prior to removal from office, said director and/or officer shall first be given a full hearing on the specified charges. The final authority in all such matters shall rest in the membership of the club.

The Board of Directors shall present to the annual meeting a detailed financial statement showing the receipts and expenditures of the year and a general statement of the affairs and conditions of the club.

The fiscal year of the club shall terminate each calendar year on the last day of a month as determined by the Board of Directors.

VII VOTING

At all meetings of the club, regular, special or annual, voting may be by written proxy or in person. Each member of the club shall be entitled to cast one vote on every matter considered.

VIII NOMINATIONS

Nominations for officers and directors shall be made by the membership of the club and may be made from the floor at the time of the election.

IX ORDER OF BUSINESS

The order of business of all meetings shall be as follows:

1. Presentation and approval of minutes of previous meeting.
2. Report of officers and committees
3. Unfinished business
4. New business
5. General
6. Adjournment

Roberts Rules of Order shall be used as the governing law of all meetings, except as may otherwise be provided herein.

X

PREJUDICIAL CONDUCT

Any concerns expressed by or to the membership about conduct prejudicial to the best interests of the Duluth Retriever Club, when such activities are conducted by a member, visitor or guest on club grounds, shall be submitted in writing to the Board of Directors for investigation. Complaints are to be given to any member of the Board within seventy-two hours of the alleged incident, and the Board shall initiate investigation within seventy-two hours of receiving a complaint and provide formal notice to the subject(s) of the complaint.

When a complaint is substantiated, the Board of Directors is authorized to suspend membership of the individual(s). Specific terms for redemption of the membership shall be included.

XI

DISSOLUTION

In the event the Duluth Retriever Club should discontinue to operate as a non-profit corporation, all applicable Minnesota State Statutes will govern dissolution of the club.

XII

AMENDMENT

These by-laws may be amended at any regular meeting of the club or at a special meeting for which notice has been given, or at the annual meeting, upon a majority vote of the members present at such meeting.