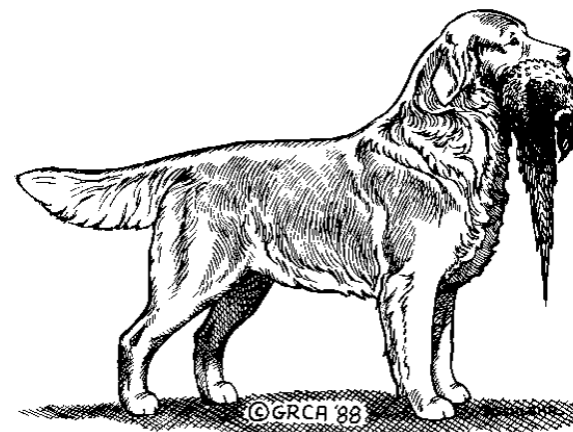


**THE
GOLDEN RETRIEVER CLUB
OF AMERICA**



BYLAWS

THE GOLDEN RETRIEVER CLUB OF AMERICA

BYLAWS

ARTICLE I NAME AND OBJECTIVES

- SECTION 1 The name of the club shall be the Golden Retriever Club of America, hereinafter referred to as the Club.
- SECTION 2 The objects of the Club shall be:
- A. To recognize that the Golden Retriever is a gun dog and to encourage the members to perfect, by selective breeding, Golden Retrievers that possess the appearance, soundness, temperament, natural ability and personality that is reflected in the standard of the breed, and to do all possible to advance and promote the perfection of these qualities;
 - B. 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 Golden Retriever shall be judged;
 - C. To do all in its power to protect and advance the interests of the breed by advocating responsible ownership and breeding of Golden Retrievers and encouraging sportsmanlike competition at competitive and performance events;
 - D. To encourage and conduct sanctioned matches, dog shows, field trials, obedience trials and any other event for which the club is eligible under the Rules and Regulations of The American Kennel Club or the Golden Retriever Club of America.
 - E. To encourage and assist rescue operations that involve the Golden Retriever.
- SECTION 3 The Club shall not be conducted or operated for profit and no part of any profit or remainder or residue from dues or donations to the Club shall inure to the benefit of any member or individual.

ARTICLE II MEMBERSHIPS

- SECTION 1 ELIGIBILITY:
There shall be five types of memberships: individual memberships, family memberships, member clubs, life memberships and honorary memberships, open to all persons eighteen years of age and older who are in good standing with the AKC and to local Golden Retriever specialty clubs who are eligible to be approved to hold Plan "B" sanctioned events under the Rules and Regulations of the American Kennel Club and who subscribe to the objects

of this Club. A member shall be deemed to be in good standing when (a) all dues and other obligations owing to the GRCA by such member are current, and (b) such member's membership has not lapsed or terminated in any manner, and (c) such member has not been suspended or expelled per the provisions of these Bylaws. A member club shall be deemed to be in good standing when (a) all dues and other obligations owing to the GRCA by such member club are current. If after 60-days' notice, the member(s) does not resolve the obligation, the member(s) will be subject to appropriate disciplinary action, up to and including expulsion.

SECTION 2 ELECTION TO MEMBERSHIP:

- A. INDIVIDUAL: Each applicant for membership shall apply on a form approved by the Board of Directors (hereinafter sometimes referred to as the "Board") which shall provide that the applicant agrees to abide by these Bylaws and the rules of the American Kennel Club. The application shall state the name and address of the applicant. The application shall be submitted to the Treasurer together with the current year's dues. The Treasurer shall submit the name of the applicant to the Board for approval. If no objection to the applicant is raised by a Director within thirty days after the applicant's name is submitted to the Board, the applicant shall be deemed elected to membership. If an applicant is objected to by a Director, the Treasurer shall instruct the Secretary to prepare a written ballot with the applicant's name for a formal vote by the Board. An affirmative vote by a majority of the entire Board shall be required to elect an applicant objected to by a Director. An application which has not been approved by the Board may be presented by a Club member at the next Annual Meeting of the Club and the Club may elect such applicant by an affirmative 2/3 vote of the members present and voting, provided a quorum as specified in Article IV, Section 1, of these Bylaws is present.

If the application is again denied, or should the applicant not be presented for a membership vote at an annual meeting, another application may be made one year following the initial application or the annual meeting at which the application was denied, whichever is later.

- B. FAMILY: A family membership shall be limited to two adult (18 years of age and older) members in a family, each to have voting privileges, except that junior (17 years of age and younger) members of the same family, residing in the same household, shall enjoy all the rights and privileges of the Club except the right to vote and hold office. The two adult members shall be identified by name on the membership application form and the procedures for election to membership shall be the same as provided in Section 2, subdivision A of this Article.

- C. MEMBER CLUB: A local Golden Retriever specialty club wishing to become a member club of the Golden Retriever Club of America must have received in writing approval from the American Kennel Club to hold informal Sanctioned B events and it shall expressly agree to abide

by these Bylaws. An applicant for club membership shall file its application with the Secretary, together with a copy of its bylaws, a copy of its letter of approval to hold Sanctioned B events from the American Kennel Club, and a list of its officers, directors, members and their addresses. The application shall be accompanied by the current year's dues. An affirmative vote by a majority of the entire Board shall be required to elect an applicant.

D. LIFE MEMBERS: Any past or present member, having rendered outstanding service to the Club, may be proposed by a member of the Board for election to life membership at any Annual Meeting of the Club. Any individual so proposed shall have been an active member of the Club for at least 15 years. Election shall be by an affirmative 2/3 vote of the members present and voting, provided a quorum is present. In the event there is not a quorum at an Annual Meeting at which life memberships are to be voted upon, the newly elected board can approve such memberships. Such members shall be exempt from payment of dues and shall have the rights, privileges and duties of membership, including the rights to vote and hold office.

E. HONORARY MEMBERS: Any individual who has rendered exceptional service to the Club or to the breed may be proposed by a member of the Board for election to an honorary membership. Election shall be by an affirmative 2/3 vote of the entire Board. Such member shall be exempt from payment of dues and shall have all the rights, privileges and duties of membership except the rights to vote and hold office. The recipient shall be given an appropriate notification of the honor. Any honorary member shall have the option of holding active membership with all the rights, privileges and duties thereof, by payment of the annual dues.

SECTION 3 DUES:

Within 90 days after the end of the Club's fiscal year, the Board shall fix the amount of the annual dues for the following calendar year. During the month of November, the Treasurer shall mail to each member a statement of the member's dues combined with the subscription price for the GRNews, for the ensuing year. The dues portion of the amount shall not exceed \$50.00 for individual memberships, \$55.00 for family memberships or \$70.00 for member clubs.

No member may vote whose dues are not paid for the current year.

SECTION 4 TERMINATION OF MEMBERSHIP:

Memberships may be terminated as follows:

A. BY RESIGNATION: Any member or member club in good standing may resign from the Club upon written notice to the Secretary; but no member or member club may resign when in debt to the Club. Obligations other than dues are considered a debt to the club and must be paid in full prior to resignation.

B. BY LAPSING: A membership shall be considered as lapsed and automatically terminated if such member's dues remain unpaid 60 days after the first day of January; however, the Board may grant an additional 30 days of grace to such delinquent members in meritorious cases. In no case may a person or member club vote at any Club meeting or any Club election whose dues are unpaid as of the date of that meeting or election.

C. BY EXPULSION: A membership may be terminated by expulsion as provided in Article VIII, Section 4 of these Bylaws. If one member of a family membership is expelled, the remaining family member may continue as a single member. Any member so expelled may not reapply for membership, and is no longer eligible for a single or family membership.

SECTION 5 No individual member or member club may incur indebtedness on the part of the Golden Retriever Club of America.

**ARTICLE III
OFFICERS AND DIRECTORS**

SECTION 1 BOARD OF DIRECTORS:

The Board of Directors shall be comprised of the President, Vice President for Central Region affairs, Vice President for Eastern Region affairs, Vice President for Western Region affairs, Secretary, Treasurer and six regional Directors, all of whom shall be elected at the Club's Annual Meeting as provided in Article IV and shall serve until their successors are elected. General management of the Club's affairs shall be entrusted to the Board of Directors. To assure an orderly succession to the office of President, the Vice Presidents shall be designated first, second and third. The designation of first, second and third Vice President shall rotate from region to region in alphabetical order, beginning with the Central Region Vice President in the year these Bylaws are adopted (that is, in the year these Bylaws are adopted, the First Vice President shall be from the Central Region, the Second Vice President from the Eastern Region and the Third Vice President from the Western Region).

A. TERMS OF OFFICE:

The President, Secretary and Treasurer shall be elected from the membership at large without regard to their Region of residence. The President shall be elected for a term of one Official Year as defined in Article VI, Section 1, of these Bylaws. The Secretary and Treasurer shall be elected in alternate years, each for a term of two consecutive Official Years. Each of the Regions as provided in Article V shall be represented by one Vice President and two Regional Directors, all of whom shall reside in the Region they represent. Each Vice President shall be elected for a term of two Official Years. In alternate years one Director from each Region shall be elected for a term of two consecutive Official Years.

(1) The elected Officers and Directors shall take office immediately upon the conclusion of the Annual Meeting and each retiring Officer or Director shall turn over to his or her successor in office all properties and records relating to that office within 30 days after the election.

(2) No member may hold an office or remain on the Board for more than six consecutive Official Years, except that, serving less than twelve months of an unexpired term shall not be considered as one of the six.

B. ELIGIBILITY FOR THE BOARD OF DIRECTORS: No person may be elected to the Board who has not been a member of the Club in good standing for a minimum of four consecutive years prior to the election. Only one person from an individual household may be nominated to or serve on the Board at any one time. Board members shall be residents of the United States of America.

SECTION 2 OFFICERS:

The Club's Officers, consisting of the President, three Vice Presidents, the Secretary and Treasurer 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 of the Board and shall have the duties and powers normally appurtenant to the Office of President in addition to those particularly specified in these Bylaws. The President shall be an ex officio member, without voting privileges, of all committees except the Nominating Committee.

B. THE VICE PRESIDENTS in order shall assume the duties and exercise the powers of the President in case of the President's death, absence, resignation or incapacity. The Vice Presidents shall function to coordinate within their regional boundaries activities which support the principles and further the objects of the Club, and to provide their constituents greater access to, and utilization of, the resources of the Club.

C. THE SECRETARY shall keep a record of all meetings of the Club and of the Board and of all votes taken by mail, and of all matters of which a record shall be ordered by the Club. The Secretary shall have charge of the correspondence, notify members of meetings, notify Officers and Directors of their election to office and carry out such other duties as are prescribed in these Bylaws.

D. THE TREASURER shall collect and receive all monies due or belonging to the Club and shall deposit the same in a bank approved by the Board, in the name of the Club. At all times the books shall be open to inspection by the Board and the Treasurer shall report to them at every meeting the condition of the Club's finances and every item of receipt or payment not before reported; and at the Annual Meeting, shall

render an account of all monies received and expended during the previous fiscal year. Within 60 days of the end of the fiscal year, the Treasurer shall insure that all accounts of the Club are audited at the Club's expense by a Certified Public Accountant who shall be retained by the Board. The auditor's report may serve as the Treasurer's annual report to the membership and the Board. It shall be published in the November/December issue of the *Golden Retriever News* and the Treasurer may have copies available at the Annual Meeting. The Treasurer shall keep a roll of the members of the Club with their addresses and shall be responsible for notifying new members of their election to membership. The Treasurer shall be bonded in such amount as the Board shall determine.

SECTION 3 RESPONSIBILITIES OF SERVICE:

The Officers and Regional Directors are expected to attend the Annual Membership Meeting, attend the Annual Board Meetings, attend the Midyear Board Meeting, respond to official correspondence within the specified time and perform the duties assigned to their position. Should an Officer or Regional Director not carry out or be able to carry out their responsibilities as defined in this article, without acceptable reason, such position shall be considered to be non-functioning, and the Officer or Regional Director may be deemed to have resigned for failing to attend the stated number of meetings or failing to meet other stated obligations of Directors. In such an event the Board may, by a 2/3 vote, affirm that the failure of the director to fulfill their obligations shall be effective as a resignation at the time of said vote. Vacancies shall be filled in the manner prescribed in Article III Section 4.

SECTION 4 VACANCIES:

Any vacancy occurring on the Board during the year shall be filled by a majority vote of the members of the Board until the next Annual Election wherein a Club member can be nominated for such position in accordance with these Bylaws; except that a vacancy in the office of President shall be filled automatically by the Vice Presidents in order, as provided in Section 2, subsection B, of this Article, for the remainder of the unexpired term and the resulting vacancy in the office of Vice President shall be filled by the Board.

Any vacancy occurring on the Board, except in the offices of President, Secretary or Treasurer shall be filled by a member residing in the Region for which the vacancy occurs.

SECTION 5 BUSINESS PROCEDURE:

Any action that may be legally taken by the Board at a duly called and held meeting, may just as effectively be taken by the Board by mail or e-mail, fax, teleconference or video conference. E-mail may not be used if a secret vote is called for but may be used for all other types of business provided that: 1) every Board member is provided with a means to participate; 2) the identity of each individual participating is verified; 3) a mechanism is in place to ensure all eligible Board members are participating; and 4) each year, all Board members agree to participate in this manner. Items

voted upon by mail, e-mail, fax, teleconference or video conference must be confirmed in writing by the Secretary within seven days. Members of the Club shall be duly informed of all business transacted by the Board.

ARTICLE IV MEETINGS

SECTION 1 ANNUAL MEETING:

The Annual Meeting of the Club shall be held between September 1 and October 31 of each year in conjunction with the Club's National Specialty show, if one is held, at a place, date and hour designated by the Board. Written notice of the Annual Meeting shall be mailed by the Secretary to each member or published in the *Golden Retriever News* at least 30 days prior to the date of the meeting. The quorum for the Annual Meeting shall be 3% of the total members in good standing, or 100 members in good standing, whichever is greater.

SECTION 2 SPECIAL MEETINGS:

Special Club meetings may be called by the President or by a majority vote of the members of the Board who are present at a meeting of the Board or who vote by mail, and shall be called by the Secretary upon receipt of a petition signed by 50 members of the Club in good standing. Such meetings shall be held at a place, date and hour designated by the Board. Written notice of such meetings shall be mailed by the Secretary to each member at least 14 days and not more than 30 days prior to the date of the meeting. The notice of the meeting shall state the purpose of the meeting and no other Club business may be transacted. The quorum for such a meeting shall be three percent of the total members in good standing, or 100 members in good standing, whichever is greater.

SECTION 3 BOARD MEETINGS:

The annual meeting of the newly elected Board of Directors shall be held each year in conjunction with the Club's National Specialty show, at a place, date, and hour designated by the Board. If the National Specialty show is not held, the President of the newly elected Board, within 45 days of the Annual Election, shall designate the place, date and hour for the annual Board meeting. Other meetings of the Board shall be held at such times and places as are designated by the President or by a majority of the entire Board. Written notice of each Board meeting shall be mailed by the Secretary to each member of the Board at least 30 days prior to the date of the meeting. The quorum for a Board meeting shall be a majority of the then members of the Board.

ARTICLE V REGIONS

SECTION 1 DIVISIONS:

For the purpose of securing broad geographical representation to the

Board of Directors, there shall be three Regions designated as the Eastern, Central and Western regions. The Regions shall be based upon distribution of Club membership, geographic boundaries and accessibility insofar as is practical and reasonable. Each Region shall be represented by one Vice President and two Regional Directors all of whom shall be members of the Board of Directors. The Board of Directors should review membership distribution and geographic boundaries at least every five years. Regions should be approximately equal with respect to membership and adjusted by the Board, if necessary, every 5 years.

A. EASTERN REGION:

The Eastern Region shall include the states of Connecticut, Delaware, Florida, Georgia, Maine, Maryland, Massachusetts, New Hampshire, New Jersey, New York, North Carolina, Pennsylvania, Rhode Island, South Carolina, Vermont, Virginia, West Virginia, and the District of Columbia.

B. CENTRAL REGION:

The Central Region shall include the states of Alabama, Arkansas, Illinois, Indiana, Iowa, Kansas, Kentucky, Louisiana, Michigan, Minnesota, Mississippi, Missouri, Nebraska, North Dakota, Ohio, Oklahoma, South Dakota, Tennessee and Wisconsin.

C. WESTERN REGION:

The Western Region shall include the states of Alaska, Arizona, California, Colorado, Hawaii, Idaho, Montana, Nevada, New Mexico, Oregon, Utah, Texas, Washington and Wyoming.

SECTION 2 The incumbency of a Vice-President or a Regional Director shall continue for the remainder of the term notwithstanding a relocation of the individual's residence to a different Region.

ARTICLE VI THE CLUB YEAR, NOMINATIONS, ELECTIONS AND VOTING

SECTION 1 CLUB'S OFFICIAL YEAR:

The Club's "Official Year" shall begin immediately after the announcement of the election at the Annual Meeting and shall continue through the announcement of the election at the next Annual Meeting. The elected Officers and Directors shall take office immediately upon the conclusion of the Annual Meeting.

A. CLUB'S FISCAL YEAR: The Club's fiscal year shall begin on the first day of August of each calendar year and end on the thirty-first day of July of the following year.

SECTION 2 NOMINATING COMMITTEE:

At each Annual Meeting the Nominating Committee for the following year's election shall be announced. The Board shall select a Nominating

Committee during the month immediately preceding the Annual Meeting for the next year's election. The Committee shall consist of nine members and three alternates; three members and one alternate from each Region, all of whom shall be members in good standing of the Club. No more than one member of the Committee shall be a member of the current Board of Directors, and said member shall not be in contention for election to the Board of Directors in the next year's election. The Board shall name a chairman for the Committee. The Secretary shall immediately notify the committee members and alternates of their selection. The Nominating Committee may conduct its business by mail.

- A. **NOMINATIONS:** No person may be a candidate in a Club election who has not been nominated in accordance with these Bylaws. The Nominating Committee shall nominate from among the eligible members of the Club one candidate for each position on the Board of Directors the term for which shall expire at the ensuing Annual Meeting and shall procure the written acceptance and a resume of experience from each nominee so chosen. The Committee shall submit its slate of candidates together with their resumes to the Secretary no later than 150 days prior to the date for the Annual Meeting. Not later than 120 days prior to the Annual Meeting, the Secretary shall mail to each member of the Club or cause to be published in the first available issue of the *Golden Retriever News* the list of candidates with their resumes so that additional nominations may be made by the members if they so desire. Joint notices may be sent to members residing in the same household.
- B. **ADDITIONAL NOMINATIONS:** Additional nominations of eligible members may be made by written petition addressed to the Secretary and received at his/her regular address no later than 90 days prior to the date of the Annual Meeting. The petition must be signed by 25 members and accompanied by the written acceptance and a resume of experience from each such additional nominee signifying his willingness to be a candidate. No person shall be a candidate for more than one position, and the additional nominations which are provided for herein may be made only from among those members who have not accepted a nomination of the Nominating Committee. Nominations cannot be made at the Annual Meeting or in any manner other than as provided herein.
- C. If no valid additional nominations are received by the Secretary, the Board of Directors shall direct the Secretary to cast a ballot for the slate of nominees presented by the Nominating Committee, and further, the balloting procedures provided for in Article VI, Sections 3 & 4, shall not be required for elections and the Nominating Committee's slate shall be declared elected at the time of the Annual Meeting.

SECTION 3 ANNUAL ELECTION:

- A. **INSPECTORS OF ELECTIONS/COUNTING VOTES:** In the event of a contested election, not later than 45 days prior to the Annual Meeting, the Board shall appoint a Chief Inspector of Elections and before the

annual meeting shall further appoint not less than six, or more than twelve inspectors of election and six alternates from among the members in good standing who are neither members of the current Board of Directors, members of their immediate family, or candidates on the ballot. The Board shall have the authority to contract with an independent third party entity professional firm designated by the Board who shall be retained to perform all, part or some of the duties of the inspectors of elections and the secretary with regard to the election process, including, but not limited to, the preparation of the ballots, the mailing of ballots, the receipt of the ballots, the counting of the ballots, and the official tabulation of the results of the election in such manner as may be deemed appropriate by the Board.

- B. **BALLOTS:** Not less than 32 days prior to the Annual Meeting, the Secretary, or an independent professional firm designated by the Board, shall send or cause to be sent a ballot to each member in good standing eligible to vote, listing all of the nominees for each position in alphabetical order according to the Regions in which they reside, except the candidates for President, Secretary and Treasurer, who shall not be identified by Region. The ballot will be accompanied by a resume of experience for each candidate together with a blank envelope and a return envelope addressed to the Inspectors of Election marked "Ballot" and bearing the name of the member to whom it was sent. The ballot shall carry no indication of the manner in which the candidates were nominated. So that the ballots may remain secret, each voter, after marking his ballot, shall seal it in the blank envelope which in turn shall be placed in the second envelope addressed to the Inspectors of Election.
- C. **ELECTION:** To be valid, ballots must be received by the Inspectors of Election on or before 12 noon two days prior to the Annual Meeting. The Inspectors of Election, prior to opening the outer envelope, shall check the returns against the list of members whose dues are paid for the current year and shall certify the eligibility of each voter. After this process, the ballots shall be counted by the Inspectors of Election and the nominated candidate receiving the greatest number of votes for each position, according to a tally certified by the Inspectors of Election, shall be declared elected at the Annual Meeting.
- D. **IN THE EVENT OF A TIE VOTE:** If there is a tie vote among the candidates who have received the highest number of votes for a Board position, no vacancy in the position shall be deemed to have occurred. In that event, a run-off election shall be held with the membership to vote to break the tie. An incumbent shall remain in office until replaced through the run-off process. The Board of Directors shall set a date for that election which shall be as close in date to the previous Annual Meeting as is reasonably possible, but the date shall not be more than ninety days after the Annual Meeting. The Board, not later than fourteen days after the Annual Meeting, shall appoint not less than six, or more than twelve inspectors of election and six alternates, from among

the Club members in good standing who shall be neither members of the current Board of Directors or candidates on the ballot, to count the ballots and shall designate one of them as Chief Inspector of Election. Not less than thirty-two days prior to the run-off election date, the Secretary, or an independent professional firm designated by the Board, shall send or cause to be sent a ballot to each member in good standing who was eligible to vote in the previous election. The ballot shall list the named candidates in alphabetical order and contain an instruction that a member shall vote for one of the candidates. The provisions of Article VI, Section 3C. of these Bylaws that are not inconsistent with this Section shall apply. The candidate receiving the greatest number of votes shall be declared elected and shall take office immediately.

E. VACANCIES: If any nominee, at the time of the Annual Election, is unable to serve for any reason, such nominee shall not be elected, and any vacancy which might be so created shall be filled by the new Board of Directors in the manner provided by Article III, Section 3.

SECTION 4 VOTING:

At the Annual Meeting or a special meeting of the Club, voting shall be limited to those members in good standing who are present at the meeting, except that, the Annual Election of Officers and Directors, amendments to the Bylaws, and the Standard for the breed shall be decided by written secret ballot cast by mail. In all Club balloting, certification of eligibility of voters may be performed upon receipt of the returns, but counting of ballots shall not be done until after the stated deadline for receipt of ballots. Voting by proxy shall not be permitted. The Board of Directors may decide to submit other specific questions for decision of the members by written ballot cast by mail.

A. VOTING BY MEMBER CLUBS: Each member club in good standing shall be entitled to cast one vote on issues presented as written ballots cast by mail. The vote of a member club shall express the opinion of that club as directed by the officers of that club.

**ARTICLE VII
COMMITTEES**

SECTION 1 APPOINTMENT OF COMMITTEES:

The Board of Directors may each year appoint standing committees to advance the work of the Club in such matters as specialty shows, field trials, obedience trials, tracking tests, trophies, annual prizes, membership and other areas it may deem necessary to the functioning of the Club. Special committees may also be appointed by the Board to assist it on particular projects. All committees, except the Nominating Committee, shall be subject to the final authority of the Board.

SECTION 2 TERMINATION OF A COMMITTEE APPOINTMENT:

Any committee appointment may be terminated by a majority vote of the

then members of the Board of Directors upon written notice to the appointee, and further, the Board may appoint successors to those persons whose service has been terminated.

SECTION 3 NATIONAL CLUB DELEGATES:

The delegates to organizations such as the American Kennel Club, the National Retriever Club, the National Amateur Retriever Club, the Retriever Advisory Committee of the American Kennel Club, and the Master National Advisory Committee shall be appointed annually by the Board of Directors.

**ARTICLE VIII
DISCIPLINE**

SECTION 1 CHARGES:

Any member may prefer charges against another member for alleged misconduct prejudicial to the best interests of the Club or breed. Written charges with specifications must be filed with the Secretary together with a deposit of \$50.00, which shall be forfeited if such charges are not sustained by the Board (or a committee as provided for herein) 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, and the Board shall first consider by a majority vote of its members, whether the actions alleged in the charges, if proven, might constitute conduct prejudicial to the best interests of the Club or the breed. If the Board considers that the charges do not allege conduct that would be prejudicial to the best interests of the Club or the breed, it may refuse to entertain jurisdiction. If the Board entertains jurisdiction of the charges it shall fix a date of a hearing not less than thirty days or more than ninety days thereafter by the Board or the Board may appoint a committee of at least three Board members to hear the charges. The Secretary shall send one copy of the exact charges to the accused member by certified mail, wherein he or she is directed to appear as cited, together with a notice stating the date, hour and place of the hearing and an assurance that the accused may personally appear in his or her own defense and bring witnesses if he or she wishes. Hearings may be held in person, by video conference or teleconference as determined by the Board. If held in person, the location of the hearing shall be in reasonable proximity to the place of residence of the accused, and within the United States.

SECTION 2 HEARING:

The Board or Committee, if one is appointed, 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, after consideration of the committee's recommendation, if a committee has been appointed, may by a majority vote of its members reprimand or may suspend the defendant from all privileges of the Club for up to six months from the date

of the hearing. And, if it deems that punishment insufficient, it may also recommend to the membership that the penalty be expulsion. If expulsion is recommended and the Annual Meeting is more than six months away, the suspension would extend until the Annual Meeting. In such case, the suspension shall not restrict the defendant's right to appear before his fellow members at the ensuing Annual Meeting which considers the recommendation of the Board. 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 promptly notify each of the parties of the decision and penalty, if any.

SECTION 3 SUSPENSION:

If the Board votes to suspend a member, as provided in Section 2, that suspension shall be defined as a loss of the privileges associated with club membership. For the duration of the suspension period the following are withheld: the *Golden Retriever News*, member advertising rights in the magazine and voting rights in the organization. The suspended member may pay dues during the period of the suspension. The period of the suspension shall be for a maximum of 6 months and at the conclusion of the suspension period, and upon payment of any dues owed, all membership rights and privileges are restored unless the Member is expelled as provided in Section 4. There shall be no appeal process for suspension and no refund or partial refund of dues is owed to a member who has been suspended.

ny member who is suspended from any/all of the privileges of the American Kennel Club automatically shall be suspended from the privileges of this Club for a like period.

SECTION 4 EXPULSION:

Expulsion of a member from the Club may be accomplished only at the Annual Meeting of the Club following a hearing and upon the recommendation of the Board as provided in Section 2 of this Article. The defendant shall have the privilege of appearing in his or her own behalf though no evidence shall be taken at this meeting. The President shall read the charges and the findings and recommendations of the Board, and shall invite the defendant, if present, to speak in his or her own behalf. The meeting shall then vote by secret ballot on the proposed expulsion. Provided a quorum is present at the meeting, a 2/3 vote of those present and voting at the Annual Meeting shall be necessary for expulsion. If expulsion is not so voted the suspension shall stand.

**ARTICLE IX
AMENDMENTS**

SECTION 1 Amendments to either the Bylaws or the Standard for the breed may be proposed, at any time, by any member of the Board of Directors or by written petition addressed to the Secretary signed by ten percent of the members in good standing eligible to vote on the question.

Amendments proposed by petition must be submitted to the membership for a vote exactly as presented in the petition, along with the Board's recommendations, within three months of receipt. In preparing amendments for presentation to the membership, the Board of Directors and the special committee, [if one is appointed by the Board to aid it in preparing and presenting the amendment(s)] shall preserve the intent of the amendment(s) as submitted. The Board has the right to accept or reject the committee's recommendations in whole or in part. The Secretary shall have all amendments, including those submitted by petition, together with an explanation of each amendment and the recommendations of the Board of Directors or the committee appointed by the Board to prepare the question, published in the *Golden Retriever News* for membership comment and consideration within 90 days of receipt of the amendment(s). Within 120 days of such publication, the Board of Directors shall submit the amendment(s), as prescribed in Section 2 of this Article, for a vote of the membership.

SECTION 2 VOTING:

The Secretary shall mail to each member in good standing eligible to vote on the question a copy of the proposed amendment, an explanation of its purpose and the recommendations of the Board of Directors and the special committee (if one were appointed), together with a ballot to vote to approve or disapprove each proposed amendment. Ballots will be prepared in accordance with procedures outlined in Article VI, Section 3B.

The ballot shall specify a date not less than 30 days after the date of mailing by which date the ballots must be returned to the Secretary to be counted. A favorable vote of 2/3 of the members in good standing who return valid ballots within the stated time limit shall be required to adopt any such amendment.

SECTION 3 AKC APPROVAL:

No amendment to the Bylaws or the Breed Standard adopted by the Club shall take effect until it has been approved by the Board of Directors of the American Kennel Club. Within 30 days of adoption by the Club, the Secretary shall submit a copy of any amendment to the American Kennel Club along with the minutes of its adoption. Following approval by the American Kennel Club, such amendments and the effective date shall be published to the members.

**ARTICLE X
DISSOLUTION**

SECTION 1 PROCEDURE:

The Club may be dissolved at any time by the written consent of not less than two-thirds (2/3) of the members in good standing. In the event of dissolution of the Club, whether voluntary or involuntary or by operation of law, except for the purpose of reorganization, 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 XI ORDER OF BUSINESS

SECTION 1 CLUB MEETINGS:

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:

Roll Call

Minutes of the last meeting

Report of the President

Reports of the Vice Presidents

Report of the Secretary

Report of the Treasurer

Reports of Committees

Unfinished Business

New Business

Election of new and life members

Announcement of Officers and Directors

Adjournment

SECTION 2 BOARD MEETINGS:

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

Roll Call

Report of the Secretary

Report of the Treasurer

Reports of Committees

Unfinished Business

Election of Honorary Members

New Business

Adjournment

ARTICLE XII PARLIAMENTARY AUTHORITY

SECTION 1 The current edition of Robert's Rules of Order shall govern the Club in all cases to which they are applicable and in which they are not inconsistent with these Bylaws and any special rules of order the Club may adopt.