

BYLAWS
Revised February 2006

PACIFIC NORTHWEST CHAPTER
OF THE
NORTH AMERICAN VERSATILE HUNTING DOG ASSOCIATION

ARTICLE I. NAME AND PURPOSE

Section 1. The name of this organization is the Pacific Northwest Chapter of the North American Versatile Hunting Dog Association (NAVHDA), Incorporated in the State of Oregon.

Section 2. The purpose of this organization is to foster, improve, and promote versatile hunting dogs in North America by such activities as:

- a. Conducting field tests for the versatile hunting dog breeds according to the rules of the North American Versatile Hunting Dog Association;
- b. Sponsoring training clinics to assist and guide handlers in training their dogs for both tests and hunting;
- c. Sponsoring other activities of interest to the membership;
- d. Promoting the use of versatile hunting dog breeds to other hunters and sportsmen;
- e. Promoting ethical hunter behavior and conservation practices.

ARTICLE II. MEMBERSHIP AND DUES

Section 1. Adult Membership shall consist of one adult and all members of his/her immediate family and requires current membership in NAVHDA International. Voting privileges are restricted to one vote per adult membership.

Section 2. Junior Membership: Persons under the age of 18 are eligible to be Junior Members by paying annual dues at one half the adult membership rate. They do not have voting privileges are not required to be NAVHDA members.

Section 3. Chapter membership dues: Dues will be determined by the Board of Directors and are payable January 1 annually to cover the calendar year. New members joining after September 1 will be covered for the remainder of the current year and for the following year. By making the required dues payment each year, each such paying Member consents to being a Member.

Section 4. Members who do not pay dues by March 31 of the current year will be dropped from the membership rolls and all benefits of the chapter will be dropped for them.

Section 5. The chapter may award a lifetime honorary membership with the chapter without dues to any person who makes an outstanding contribution to the purpose of the chapter.

Section 6. Expulsion: The Board of Directors may expel from the chapter any member for good cause shown, such as violation of the rules, unsportsmanlike conduct or other actions that might bring discredit to the chapter of NAVHDA. Prior to final action by the Board, the person in question shall be given the opportunity to present his/her cause to the Board. A decision to expel will require the expulsion vote of four of six board members. If the decision is to expel, no refund of dues will be made and recommendation will be made to NAVHDA International for similar expulsion.

ARTICLE III. BOARD OF DIRECTORS

Section 1. The affairs of the corporation shall be managed by the Board of Directors.

Section 2. The Board of Directors shall consist of six members. Four shall be elected from the general adult membership for two year terms and two shall be appointed by the President for one-year terms. All shall serve without pay.

Section 3. Elected members of the Board of Directors shall also fill the following officer positions of the corporation:

- a. President who presides over the annual meeting and board meetings, appoints active members to fill vacancies occurring between elections, appoints the Directors of Testing and Training, and appoints committees as required.**
- b. Vice President who assumes the office of President in the event of a vacancy occurring therein and performs such other duties as may be assigned by the President.**
- c. Secretary who conducts chapter correspondence, maintains membership and mailing lists, prepares and circulates quarterly newsletters to members, notifies members of time and location of the annual meetings, records minutes of the annual meetings, and presents the minutes at the following annual meeting.**

- d. **Treasurer who receives all incoming funds for the chapter, pays all bills due by the chapter, maintains the chapter checking account, maintains all financial records, and prepares and presents at the annual meeting a financial statement of the past years income and expenses.**
- e. **The offices of Secretary and Treasurer may be held by the same person with the proviso that such person shall only a single vote on matters before the board.**

Section 4. Appointed members are:

- a. **Director of Testing who is responsible for the organization and operation of all tests held by the chapter and appoints a test chairman and test secretary for each test.**
- b. **Director of Training who is responsible for the organization and operation of all training events held by the chapter, appoints an event chairman for each training event, and assists chapter members with solving training problems.**

Section 5. Members of the Board of Directors shall be elected at the annual meeting by simple majority vote of members present and eligible to vote.

Section 6. Director removal: Any director may be removed, with or without cause, at a meeting called for that purpose, by a vote of the majority of the Members entitled to vote at an election of directors.

Section 7. Vacancies on the Board of Directors and newly created Board positions will be filled by a majority vote of the directors then on the Board of Directors.

Section 8. Quorum and Action: A quorum at a Board meeting shall be the majority of all directors in office immediately before the meeting begins. If a quorum is present, action is taken by a majority vote of directors present. Where the law requires a majority vote of directors in office to establish committees that exercise Board functions, to amend the Articles of Incorporation, to sell assets not in the regular course of business, to merge, to dissolve, or for other matters, such action is taken by that majority as required by law.

ARTICLE IV. ANNUAL MEETING AND ELIGIBLE VOTERS

Section 1. An annual meeting shall be held in February of each year and shall consist of:

- a. **Presentation of the financial report for the past year by the Treasurer and presentation of the minutes of the previous annual meeting by the Secretary.**
- b. **Election of Board of Directors (in years where appropriate).**
- c. **Voting on any bylaw amendments will be conducted. Proposals for such amendments must be made to the Board of Directors by December 1 and will be circulated to members with the notice of the annual meeting.**
- d. **Discussion and conduct of other chapter business. Presentation of motions is limited to eligible voters.**
- e. **Those votes represented at a meeting of Members shall constitute a quorum. A majority vote of the Members represented and voting is the act of the Members, unless these Bylaws or the law provide differently.**

Section 2. Eligible voters shall consist of adult members who have paid dues for the current year.

Section 3. Special meeting of the Members shall be held at the call of the Board of Directors, or by a call of the holders of at least five (5%) of the voting power of the Corporation by a demand signed, dated and delivered to the Corporation's Secretary. Such demand by the Members shall describe the purpose of the meeting.

Section 4. Notice of Meeting. Notice of meeting of the Members shall be given to each Member at the last address of record by first-class mail, at least seven (7) days before the meeting, or by means other than first class mail at least thirty (30) but not more than sixty (60) days before the meeting. The notice shall include the date, time, place and purpose of the meeting

Section 5. There shall be no voting by proxy

Section 6. Any action required by law to be taken at a meeting of the Members, or any action which may be taken at a Members' meeting, may be taken without a meeting if a consent in writing setting forth the action to be taken or so taken, shall be signed by all of the Members.

Section 7. Regular meeting of the Board of Directors shall be held at the time and place to be determined by the Board of Directors. No other notice of date, time, place or purpose of these meeting is required.

ARTICLE V. FIELD TESTS AND ENTRY FEES

Section 1. Field tests shall be conducted with prior NAVHDA sanction and in accordance with current NAVHDA test rules.

Section 2. The number of dogs entered by a single owner and/or handler in any one test or run on any one test day may be limited to allow test access for PNW chapter members.

Section 3. The Board of Directors will establish entry fees for each field test sponsored by the chapter. Higher test fees may be established for dogs not owned by NAVHDA International members or Pacific Northwest chapter members.

ARTICLE VI. INDEMNIFICATION

Section 1. The Corporation will indemnify its officers and directors to the fullest extent allow by Oregon law.

ARTICLE VII. AMENDING THE BYLAWS

Section 1. Amending or repealing the BYLAWS of the Corporation shall require a majority vote of the members present at the Annual Meeting or at a meeting of the membership called for the purpose of amending the BYLAWS.

ARTICLE VIII. DISSOLUTION OF THE CHAPTER, AND DISPOSAL OF ASSETS.

Section 1. As a result of majority vote by the membership, or by action of NAVHDA International the Chapter will be declared dissolved. All assets belonging to the Chapter will be provided to another active NAVHDA chapter, or to NAVHDA International as voted by a majority of the Board of Directors before the declaration of dissolution of the Chapter. No asset will go to any previous member of the Chapter.