



GREYHOUND CLUB OF AMERICA, INC.

CONSTITUTION of the Greyhound Club of America as amended, December 1, 1996 Name & Objects

SECTION 1. The name of the Club shall be The Greyhound Club of America, Inc.

SECTION 2. The objects of the Club shall be:

- (a) to encourage and promote the quality breeding of purebred Greyhounds and to do all possible to bring their natural qualities to perfection;
- (b) to urge members and breeders to accept the standard of the breed as approved by the American Kennel Club as the only standard by which Greyhounds shall be judged;
- (c) to do all in its power to protect and advance the interests of the breed and to encourage sportsmanlike competition at dog shows;
- (d) to conduct sanctioned matches and specialty shows under the rules of the American Kennel Club.

SECTION 3. The Club shall not be conducted or operated for profit and no part of any profits or 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 bylaws as may be required to carry out these objects.

ARTICLE I Membership

SECTION 1. Eligibility. There shall be one type of membership, open to all persons eighteen years of age and older who are in good standing with the American Kennel Club and who subscribe to the purposes of this Club. However, the Board of Directors may, at their discretion and by a majority vote, bestow honorary membership upon any person in recognition of his service to the breed or to the Club. Such an honorary member shall be exempt from the payment of an initiation fee and dues. He may not vote nor hold office.

An honorary member may apply for regular membership as provided in Section 3 of this Article.

SECTION 2. Dues. Membership dues, in an amount to be determined by the board of directors but not to exceed \$50, shall be payable on or before the first of January of each year. No member may vote whose dues are not paid for the current year. During the month of November, the treasurer shall send to each member a statement of his dues for the ensuing year.

SECTION 3. Election to Membershin. Each applicant for membership shall apply on a form as approved by the board of directors and which shall provide that the applicant agrees to abide by this constitution and these bylaws and the rules of the American Kennel Club. The application, which shall be sent to the corresponding secretary, shall state the name, address and occupation of the applicant and it shall carry the endorsement of two members in good standing who have been members for at least two years and are not members of the same household or immediate family as defined by AKC regulations. No member may sponsor more than three applicants per year. Accompanying the application, the prospective member shall submit dues payment for the current year and an initiation fee of \$35.

Applicants may be elected at any meeting of the board of directors or by written vote of the directors by mail. Affirmative votes of two thirds of the directors present at a meeting of the board or two thirds of the entire board voting by mail, shall be required to elect an applicant.

An application which has received a negative vote by the board may be presented by one of the applicant's endorsers at the next meeting of the Club, and the Club may elect such applicant by favorable vote of ninety percent of the members present.

SECTION 4. Termination of Membership. Members may be terminated:

(a) by resignation. Any member in good standing may resign from the Club upon written notice to the corresponding secretary; but no member may resign when in debt to the Club. Dues obligations are considered a debt to the Club and they become incurred on the first day of each fiscal year.

(b) by lapsing. A membership will be considered as lapsed and automatically terminated if such member's dues remain unpaid 90 days after the first day of the fiscal year, however, the board may grant an additional 90 days to such delinquent members in meritorious cases. In no case may a person be entitled to vote at any Club meeting whose dues are unpaid as the date of the meeting.

(c) by expulsion. A membership may be terminated by expulsion as provided in Article VI of the bylaws.

ARTICLE II Meetings

SECTION 1. Annual Meetings. There shall be a general board meeting at each specialty. Written notice of the annual meeting shall be mailed by the recording secretary to each member at least thirty days prior to the date of the meeting. The quorum for the meeting shall be ten percent (10%) of the members in good standing.

SECTION 2. General Meetings. The Club will hold a general meeting at the site not used for the annual meeting. The general meeting will be held at each specialty. Written notice of the general meeting shall be mailed by the secretary to each member at least thirty days prior to the date of the meeting. The quorum for the meeting shall be ten percent (10%) of the members in good standing.

SECTION 3. Special Club 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 ten percent (10%) of the members of the Club who are in good standing. Such a meeting will be held at such a place as may be designated by the board of directors. Written notice of such meeting shall be mailed by the recording secretary at least 14 days and not more than 30 days prior to 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 will be ten percent (10%) of the members in good standing.

SECTION 4. Board Meetings. There shall be a minimum of two meetings of the board annually, to be held in conjunction with the western and eastern specialties. Other meetings of the board of directors shall be held at such times and places as are designated by a majority vote of the entire board. "Written notice of each such meeting shall be mailed by the recording secretary to each member of the board at least 35 days prior to the date of the meeting. The quorum for the board meeting shall be a majority of the board voting in person or by mail, fax or telephone conference call.

SECTION 5. The board of directors may conduct its business by mail, FAX, or telephone conference call through the recording secretary. Items voted on by telephone conference call must be confirmed in writing within seven (7) days.

ARTICLE III Directors & Officers

SECTION 1. Board of Directors. "The board shall be comprised of the president, vice president, recording secretary, corresponding secretary, treasurer and four (4) other persons," all of whom shall be members in good standing who are residents of the United States. They shall be elected for two-year terms in accordance with the provisions of V, with the exception of the four other persons, who shall be elected for staggered two-year terms, and shall serve until their successors are elected. General management of the Club's affairs shall be entrusted to the board of directors.

SECTION 2. Officers. The Club's officers, consisting of the president, vice president, recording secretary, corresponding secretary and treasurer, shall serve in their respective capacities both with regard to the Club and its meetings and the 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.

(b) The vice-president shall have the duties and exercise the powers of the president in case of the president's death, absence or incapacity.

(c) The recording secretary shall notify all members of meetings and shall keep 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.

(d) The corresponding secretary shall have charge of the correspondence, notify new members of their election to membership, notify officers and directors of their election to office, keep a roll of the members of the Club with their addresses, and carry out such other duties as are prescribed in these bylaws.

(e) The treasurer shall collect and receive all monies due or belonging to the Club. He shall deposit the same in a bank approved by the board, in the name of the Club. His books shall at all times be open to inspection of the board, and he 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 he shall render an account of all monies received and expended during the previous fiscal year. The treasurer shall be bonded in such amount as the board of directors shall determine.

(f) The offices of recording secretary or corresponding secretary and treasurer may be held by the same person, in which case the board shall be comprised of the officers and five (5) other persons.

SECTION 3. Vacancies. Any vacancies occurring on the board or among the officers during the year shall be filled for the unexpired term of office by a majority vote of all the then members of the board; except that a vacancy in the office of the president shall be filled automatically by the vice-president and the resulting vacancy of vice-president shall be filled by the board.

SECTION 4. AKC Delegate. The delegate is voted on by the membership and serves for a three-year term. The delegate to the American Kennel Club shall attend a minimum of three of the quarterly delegates' meetings each year, barring extenuating circumstances, and report to the board in writing. The delegate shall serve for a three-year term and shall be bound by the Club's instructions in voting matters.

ARTICLE IV The Club Year, Voting, Nominations, Elections

SECTION 1. Club Year. The Club's fiscal year shall begin on the first day of January and end on the thirty-first day of December. The Club's official year shall begin immediately at the conclusion of the election and shall continue through the next election. The elected officers and directors shall take office on the first day of the month following the election and each retiring officer shall turn over to his successor all properties and records pertaining to that office within thirty (30) days after the election.

SECTION 2. Voting. At the annual meetings, general meetings or at a special meeting of the Club, voting shall be limited to those members in good standing who are present at the meeting, except for the annual election of officers (delegate) and directors and amendments to the constitution and bylaws (and the standard for the breed) which will be decided by written ballot cast by mail.

SECTION 3. Annual Elections. The election of officers and directors (and delegate to the AKC, who may, but need not, be a director or officer of the Club) shall be conducted by secret ballot. Ballots, to be valid, must be postmarked by November 30 and received by December 10 by the recording secretary

(or independent professional firm designated by the board. Ballots shall be counted by three inspectors of election who are members in good standing and neither members of the current board nor candidates on the ballot. (Provided, however, that the board may designate a professional firm to send, receive, and count the ballots apart from the annual meeting.)

The nominated candidate receiving the greatest number of votes for each office shall be declared elected. If any nominee, at the time of the vote, is unable to serve for any reason, such nominee shall not be elected and the vacancy so created will be filled by the new board of directors in the manner provided by Article III, Section 3.

SECTION 4. Nominations. No person may be a candidate in a Club election who has not been nominated in accordance with these bylaws. A nominating committee shall be chosen by the board of directors before June 15. The committee shall consist of three members from different parts of the USA and two alternates, all members in good standing, no more than one of whom may be a member of the current board of directors. The board shall name a chairman for the committee. The nominating committee may conduct its business by mail.

(a) The nominating committee shall nominate from among the eligible members of the Club, a candidate for each office and for each other position on the board of directors (and a candidate for the delegate to the American Kennel Club) and shall procure the acceptance of each member so chosen. The committee should consider the geographical representation of the membership on the board to the extent that it is practical to do so. The committee shall then submit its slate of candidates to the recording secretary who shall mail the list to each member of the Club on or before September 15, so that additional nominations may be made by the members if they so desire.

(b) Additional nominations of eligible members may be made by written petition addressed to the recording secretary and received at his regular address on or before October 15, signed by five (5) members and accompanied by the written acceptance of each such additional nominee signifying his willingness to be a candidate. (Except for the position of delegate), no person shall be a candidate for more than one position, and the additional nominations which are provided for herein may be made only among those members who have not accepted a nomination of the nominating committee.

(c) Nominations cannot be made at the annual meeting or in any manner other than as provided above. If there are no valid additional nominations in accordance with Section 4, paragraph b, the nominating committee's slate shall be declared elected as of January 1, and no balloting will be required.

(d) If there be more than one valid nomination for one or more of the positions, the vote shall be conducted in the following manner:

The recording secretary (or an independent professional firm designated by the board) will prepare and mail to each member in good standing, a ballot clearly stating all nominees for each position in alphabetical order, with the names of the states in which they reside, together with a blank envelope and a return envelope addressed to the recording secretary (or designated professional firm) marked "Ballot" and bearing the name of the member to whom it was sent by October 30. So that ballots remain secret, each voter, after marking their ballot, shall seal it in the blank envelope, which in turn, will be placed in the second envelope addressed to the secretary (or designated professional firm).

The inspectors of the election (or designated professional firm) shall check the returns against the list of members whose dues are paid for the current year prior to opening the outer envelopes and removing the blank envelopes.

The tellers will verify the eligibility of each ballot, tabulate the votes, and report the results of the election to the recording secretary by December 15, and the secretary will in turn report the election results to the officers and members by December 31.

In the event of a tie vote, the recording secretary will re-ballot within ten (10) days and report the results to the membership and the incoming board by February 1. If the tie is not resolved by the second vote, the election will be decided by a simple majority vote of the new board.

ARTICLE V Committees

SECTION 1. The board may each year appoint standing committees to advance the work of the Club in such matters as dog shows, trophies, annual prizes, membership and other fields which may be served by committees. Such committees shall always be subject to the final authority of the board. Special committees may also be appointed by the board to aid it on particular projects.

SECTION 2. Any committee appointment may be terminated by a majority vote of the board upon written notice to the appointee; and the Board may appoint successors to those persons whose service has been terminated.

ARTICLE VI Discipline

SECTION 1. American Kennel Club Suspension. Any member who is suspended from the privileges of the American Kennel Club automatically shall be suspended from the privileges of this Club for a like period.

SECTION 2. Charges. Any member may prefer charges against a member for alleged misconduct prejudicial to the best interests of the Club or the breed. Written charges with specifications must be filed in duplicate with the recording secretary together with a deposit of \$10.00 which shall be forfeited if such charges are not sustained by the board or a committee following a hearing. The recording secretary shall promptly send a copy of the charges to each member of the board or present them at a meeting, and the board shall first consider 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 which 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 by the board or a committee of not less than three (3) members of the board, not less than three weeks nor more than six (6) weeks thereafter. The recording secretary shall promptly send one copy of the charges to the accused member by registered mail together with a notice of the hearing and an assurance that the defendant may personally appear in his own defense and bring witnesses if he wishes.

SECTION 3. Board Hearings. The board or committee 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 complaint and defendant, the board or committee may, by a majority vote of those present, suspend the defendant from all privileges of the Club for not more than six (6) months from the date of the hearing, or until the next annual meeting if that will occur after six (6) month. And, if it deems that punishment insufficient, it may be recommended to the membership that the penalty be expulsion. In such case, the suspension shall not restrict the defendant's right to appear before his fellow members at the ensuing Club meeting which considers the recommendation of the board or committee. Immediately after the board or committee has reached a decision, its findings shall be put in written form and filed with the secretary, in turn, shall notify each of the parties of the decision and penalty, if any.

SECTION 4. Expulsion. Expulsion of a member from the Club may be accomplished only at an annual meeting of the Club following a hearing and upon the recommendation of the board or committee as provided in Section 3 of this Article. The defendant shall have the privilege of appearing in his own behalf though no evidence shall be taken at this meeting. The president shall read the charges and the findings and recommendations, and shall invite the defendant, if present, to speak in his own behalf. The meeting shall then vote by secret, written ballot on the proposed expulsion. A two thirds vote of those present and voting at the annual meeting shall be expulsion. If expulsion is not so voted, the suspension shall stand.

ARTICLE VII Amendments

SECTION 1. Amendments to the constitution and the bylaws (and to the standard for the breed) may be proposed by the board of directors or by written petition addressed to the recording secretary and signed by twenty percent of the membership in good standing. Amendments proposed by such petition shall be promptly considered by the board of directors and must be submitted to the members with recommendations of the board by the recording secretary for a-vote within three months of the date when the petition was received by the secretary.

SECTION 2. The constitution and the bylaws (and the standard for the breed) may be amended at any time provided a copy of the proposed amendment has been mailed by the recording secretary to each member accompanied by a ballot on which he may indicate his choice for or against the action to be taken. The notice shall specify a date not less than thirty days after the date of mailing by which date the ballots must be returned to the recording secretary to be counted. The favorable vote of two thirds of the members in good standing whose ballots are returned within the time limit shall be required to affect any such amendment.

SECTION 3. No amendment to the constitution and the bylaws (or to the standard of the breed) that is adopted by the Club shall become effective until it has been approved by the board of directors of the American Kennel Club.

ARTICLE VIII Dissolution

SECTION 1. The Club may be dissolved at any time by the written consent of not less than two thirds of the members. In the event of the dissolution of the Club, other than for purposes of reorganization,

whether voluntary or involuntary or by operation of law, none of the property of the Club nor any proceeds thereof 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 IX
Order of Business

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:

Roll call
Minutes of the last meeting
Report of the president
Report of the recording secretary
Report of the corresponding secretary
Report of the treasurer
Unfinished business
New business
Adjournment

SECTION 2. At meetings of the board, the order of business, unless otherwise directed by a majority vote of those present, shall be as follows:

Reading of the minutes of the last meeting
Report of the recording secretary
Report of the corresponding secretary
Reports of committees
Unfinished business
New business
Adjournment

ARTICLE X
Parliamentary Authority

SECTION 1. The rules contained in the current edition of Robert's Rules of Order, Newly Revised 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.