

CONSTITUTION AND BY-LAWS OF  
Texas Panhandle Hunting Retriever Club

ARTICLE I: NAME and OBJECTS

The name of the Club shall be Texas Panhandle Hunting Retriever Club hereinafter referred to as the "Club" or "TPHRC", and the home office shall be the residence of the President.

The Club shall not be conducted nor operated for profit, and no part of any dues, donations or other receipts, whether in the form of funds or merchandise, the remainder of, or the residue from them, shall inure to the benefit of any member or individual.

ARTICLE II: OBJECTIVES

To encourage and promote quality in the breeding and field testing of purebred hunting retrievers and to do all possible to bring their natural abilities to perfection.

To do all in its power to protect and advance the interests of hunting retrievers through education and by encouraging sportsmanlike participation at field tests.

To conduct hunt tests and/or field tests licensed by the United Kennel Club, Hunting Retriever Club, Inc. (HRC) and National Field Retriever Association, Inc (NFRA).

To educate handlers, owners, and the public at large in the use and training of hunting retrievers.

To promote and educate the use and training of hunting retrievers as a conservation tool for the sound management and use of all of our wildlife resources.

ARTICLE III: MEMBERSHIP

Any breeder, owner and/or fancier of Hunting Retrievers regardless of sex, race, creed or color shall be eligible for membership in said organization.

Upon the written and signed recommendation of a member, seconded by another and by a three-fourths favorable vote by secret ballot at the annual General Membership meeting, Life membership can be conferred upon an adult member of the Club who has rendered notable and outstanding service to the Club. A Life member shall be entitled to all privileges of membership in the organization without paying annual dues.

ARTICLE IV: DUES

remittance of delinquent charges. No member may vote whose dues are not paid for the current year.

#### ARTICLE V: TERMINATION OF MEMBERSHIP

Memberships may be terminated:

- a) By resignation. Any member in good standing may resign from the club upon written notice to the Secretary; however no member may resign when in debt to the Club.
- 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.
- c) By expulsion. Any member of the Club may be expelled for conduct by word, deed, or act, detrimental to said Club, by a majority of the Board of Directors voting by secret ballot. Written notice of this action must be sent to the expelled member within five days thereof. Any member of the Club so expelled shall have the right to appeal to the membership for reinstatement. The said appeal shall be filed in writing, with the Secretary of the Club, within seven calendar days after said expulsion. The appeal for reinstatement shall be acted upon at the next General Membership meeting. Reinstatement shall be granted upon a two-thirds majority favorable vote of the members present at the meeting, providing there is a quorum as required in Article VIII SECTION A. Voting on said appeal to be by secret ballot.

#### ARTICLE VI: DIRECTORS AND OFFICERS

The Board of Directors shall be comprised of the President, two Vice-Presidents, Secretary, and Treasurer and five other persons, all of whom shall be voting members. All must be members in good standing. Officers must also be members in good standing with HRC and UKC and shall be elected for one-year terms at the Club's annual meeting as provided in Article VII. General management of the Club's affairs shall be entrusted to the Board of Directors.

The Club's officers, consisting of the President, 2 Vice Presidents, Secretary, and Treasurer shall serve in their respective capacities to both the Club and its meetings, and the Board and its meetings.

No member shall hold more than one office at a time other than Secretary/Treasurer if necessary. The President of each Hunting Retriever Associated Club will be considered a Director of the Hunting Retriever Club, Inc. provided the membership dues to Hunting Retriever Club, Inc. have been paid.

The annual meeting shall be held in the month of February, and annually, officers and directors for the ensuing year shall be elected from among those nominated. They shall take office immediately upon the conclusion of the meeting. All retiring officers shall turn over to their successor all properties and records relating to that office within the seven days immediately following the election. Notice of the new slate of officers must be provided to the HRC Administrative Secretary and UKC within 10 working days after the election.

Not less than 30 days preceding the day on which an election will be held, the Board shall elect a Nominating Committee consisting of three members, not more than one of whom may be a member of the Board. The Board shall name a person to chair the committee, and it shall be his or her duty to call a committee meeting. The Committee shall notify the nominees and alternates of their selection not less than 14 days prior to the scheduled club meeting.

- (a) The committee shall nominate at least one candidate for each office and after securing the consent of the nominees, report their nominations to the Secretary in writing.
- (b) Upon receipt of the Nominating Committee's report, the Secretary shall notify each Club member in writing (via regular or electronic mail) of the candidates nominated.
- (c) Additional nominations may be made at the annual meeting by any member in good standing, provided that the person(s) so nominated does not decline when their name is proposed, and provided further that if the proposed candidate is not in attendance at this meeting, his or her proposer shall present to the Secretary a written statement from the proposed candidate, signifying his or her willingness to be a candidate.
- (d) The candidate receiving the greatest number of votes for each office shall be declared elected.

Each member not delinquent per Article IV, SECTION A, shall be entitled to one vote at any meeting of the Club at which they are present. Family memberships are limited to two votes. Proxy and/or absentee ballot voting will not be permitted at any Club meeting, Board meeting, or election.

#### ARTICLE VIII: MEETINGS

The meetings of the Club shall be held at such hour and place as may be designated by the Board of Directors. Written notice of such meetings shall be mailed by the Secretary at least seven days prior to the date of the meeting. The quorum for such meetings shall be thirty percent of the members in good standing.

Special Club meetings may be called by the President, or, by majority vote of the

Meetings of the Board of Directors shall be held at such hour and place as may be designated by the Board. Written notice of each such meeting shall be given by the Secretary at least five days prior to the date of the meeting. The quorum for such a meeting shall be a majority of the Board.

Special meetings of the Board may be called by the President, and shall also be called by the Secretary upon receipt of a written request signed by at least three members of the Board. Written notice of such meeting shall be mailed by the Secretary at least five days prior to the date of the meeting. Any such notice shall state the purpose of the meeting, and no other business shall be transacted. The following order of business shall prevail at regularly scheduled meetings of this Club.

1. Call to Order
2. Roll Call of Officers and Directors
3. Reading and Approval of the Minutes
4. Report of Committees
5. Report of Officers
6. Old Business
7. New Business
8. Election of New Officers (if applicable)
9. Presentation of Special Awards (if applicable)
10. Adjournment

#### ARTICLE IX: COMMITTEES

An Auditing Committee of three members may be appointed by the President thirty days prior to the annual meeting, if an audit is deemed necessary or desirable by a majority of the current Board. It shall be the duty of the Auditing Committee to audit the Treasurers accounts and to report at the annual meeting.

Other committees standing or special shall be appointed by the President, as the Club or Board of Directors shall from time to time deem necessary, to carry on the work of the Club. Such committees shall always be subject to the final authority of the Board.

#### ARTICLE X: AFFILIATION

The Club shall be affiliated with the United Kennel Club, Inc. and the Hunting Retriever Club, Inc. All Hunting Retriever Club, Inc. and United Kennel Club, Inc. rules and policies will be followed at all United Kennel Club licensed hunts sponsored by this Club.

The President serves as the presiding officer and spokesman of the Club. He/she shall preside over all meetings of the membership and the Board of Directors. As executive and managerial head of the Club, he/she shall be responsible for the preservation and maintenance of the highest principles of the Club. He shall have authority to appoint any and all committees as he may deem necessary to carry out the business and interests of the Club. He/she shall serve as an ex-officio member of all committees except the Nominating Committee. As an ex-officio member of committees, the President has the same rights as the other committee members, but is not obligated to attend meetings of the committees.

The incumbent serves as administrative head of the Club and acts under the immediate direction of the Board of Directors or Assembly. The President is responsible for the day to day administration of the Club between Board of Directors or General Membership meetings. Where practical, he shall seek out input from the Directors and other officers before making major decisions between meetings.

#### VICE-PRESIDENTS

Due to the large geographic area represented by TPHRC, there shall be 2 regional Vice-Presidents. The northern VP shall reside in that portion of Texas or surrounding states that lies north of an east-west line formed by the Hale and Swisher county line. The southern VP shall reside south of said line. The Vice-Presidents assist the President in directing, coordinating and controlling activities of the Club within their respective geographic regions. The President and Vice-Presidents shall work closely together endeavoring to keep the lines of communication open to insure the Vice-Presidents are kept well informed. The Vice-Presidents shall serve in an advisory capacity to the President on issues needing consultation. In the event of the resignation, removal, death or disability of the President, a special meeting of the BOD shall be convened within 60 days in order that BOD members may vote for one or the other regional Vice-Presidents; the VP receiving a simple majority of vote from the BOD shall become President until the next annual election. The Vice-Presidents also are charged with the following responsibilities:

- (a) Coordinate club training activities within their respective areas.
- (b) Coordinate all benefit and other special events sponsored by the Club.
- (c) Assist in other responsibilities as requested by the President.

#### SECRETARY

The duties of the Secretary are:

by the Club.

(f) To maintain record book(s) in which minutes are recorded with any amendments to these documents properly recorded, and to have the current record books on hand at every meeting.

(g) To preside in the absence of the President and Vice-President at all meetings of the Club with the same power vested in the President.

### TREASURER

The incumbent shall collect and hold all funds belonging to the Club. He/she shall deposit same in a bank approved by the Board of Directors and disburse them as bills are approved for payment. All drafts on Club funds, exceeding five hundred dollars, will be countersigned by the President and approved by the Board of Directors. The treasurer is required to keep current, as nearly as possible, a balance of Club funds at all times. These records may be audited prior to the Annual General Membership meeting by an appointed Auditing Committee. Additional interim reports will be made as needed.

### VACANCIES

Any vacancies occurring on the Board or among the offices during the year shall be filled until the next annual election, by a majority vote of all the then members of the Board at its first regular meeting following the creation of such vacancy, or at a Special Board Meeting called for that purpose; except that a vacancy in the office of President shall be filled by a Vice-President as outlined in Article XI, and the resulting vacancy in the office of the Vice-President shall be filled by the Board.

## ARTICLE XII: AMENDMENTS

Amendments to the Constitution and Bylaws (with the exception of Article X) may be proposed, considered, and voted upon by the Board of Directors at any time during the fiscal year, provided the Amendment under consideration (or a similar Amendment) has not been previously vetoed or rescinded by the General Membership at any previous regular or special meeting. Any changes must be approved and signed by a simple majority of Board members. However, such changes made solely by the Board may be rescinded or vetoed at the next regularly scheduled General Membership meeting by a favorable vote of two-thirds of the membership present. Further, amendments to the Constitution and Bylaws may be submitted by any member for discussion and voting at any General Membership meeting, and the Constitution and Bylaws subsequently amended by a favorable vote of two-thirds of the membership present and voting at any regular or special meeting called for that purpose, provided there is a quorum present as described in Article VIII. Notice of any change made to this Constitution or By-Laws must be provided to the NFRA and to the HRC and UKC for approval.

ARTICLE XIV: PARLIAMENTARY PROCEDURE

Robert's Rules of Order shall be accepted as a basis of Parliamentary procedure in meetings of the Club and it's Board of Directors

The undersigned Officers of this Club hereby certify that the foregoing Constitution and ByLaws constitute the Constitution and ByLaws of the Texas Panhandle Hunting Retriever Club were duly adopted by its Board of Directors.

President: \_\_\_\_\_  
Name Signature  
Date: \_\_\_\_\_ HRC Membership # \_\_\_\_\_

Vice –President (Northern Region):  
\_\_\_\_\_  
Name Signature  
Date: \_\_\_\_\_ HRC Membership # \_\_\_\_\_

Vice-President (Southern Region):  
\_\_\_\_\_  
Name Signature  
Date: \_\_\_\_\_ HRC Membership # \_\_\_\_\_

Secretary: \_\_\_\_\_  
Name Signature  
Date: \_\_\_\_\_ HRC Membership # \_\_\_\_\_

Treasurer: \_\_\_\_\_  
Name Signature  
Date: \_\_\_\_\_ HRC Membership # \_\_\_\_\_

