

DWNA CONSTITUTION

ARTICLE I

Name and Objects

SECTION 1. The name of the Corporation shall be Deutscher Wachtelhund North America Club Inc. (hereinafter The Club).

SECTION 2. The objects of The Club shall be:

- (a) to promote the Deutscher Wachtelhund with hunting characteristics of the breed and its original qualities in order to serve the hunters for wildlife conservation and fair chase hunt practices;
- (b) Define the breed goals, advise breeders and exclude dogs not meeting appropriate breed goals from breeding;
- (c) Maintain contact with the breed associations of the Deutsche Wachtelhunde in other countries
- (d) Regularly hold sanctioned hunting test and performance evaluations according to this purpose corresponding to defined regulations of Prufung Ordnung (PO) in
 - dog conformation shows
 - hunt tests
- (e) Train Test judges as well as Conformation judges in appropriate hunt test and meetings as ordered;
- (f) Publish a newsletter on the Deutscher Wachtelhund using various media to educate prospective hunting owners;
- (g) Support all suitable efforts for the breed to promote guidance and the appropriate hunting use of the Deutscher Wachtelhund as a flusher and a versatile forest gun dog,
- (h) and support any other event for which The Club is eligible under the Rules and Regulations of
 - 1. Verein Fur Deutscher Wachtelhund
 - 2. Jagdgebrauchshundeverbanb e.V. (JGHV) (Versatile Hunting Dog Association)
 - 3. Federation for the German Dogs e.V. (VDH)
 - 4. International Federation Cynologique International (FCI)

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, and its operation shall be consistent with the U.S. Department of Treasury

regulations for a Non-profit tax exempt section 501(c)(3) organization.

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.

BYLAWS

ARTICLE I

Membership

SECTION 1. Eligibility. Voting membership is open to all persons 18 years of age and older who are in good standing, whom subscribe to the purposes of this Club, and agree to its Bylaws and constitution. The Club's primary purpose is to be representative of the breeders and owners in North America. Membership types are:

- (a) Regular (Individual) — Enjoy all club privileges including the right to vote and hold office.
- (b) Household - Two (2) adult members residing in the same household, each eligible to vote and hold office.
- (c) Junior - Open to children under 18 years of age; a non-voting/non-office holding membership which may automatically convert to regular membership at age 18.
- (d) Honorary Life - For individuals who have made significant contributions to the Deutscher Wachtelhund and supporting organizations over a long period of time; Life members pay no dues but are eligible to vote and hold office, and are appointees of the executive committee.

SECTION 2. Dues. Annual membership dues for each membership type may be determined at the general meeting, payable on or before the thirty-first day of January of each year. No member may vote whose dues are not paid for the current year. During the month of January, the Treasurer shall notify by mail or electronic mail each member a statement of the dues for the ensuing year.

SECTION 3. Election to Membership. Each applicant for membership shall apply on a form as approved by the Executive Committee and which shall provide that the applicant agrees to abide by the constitution and bylaws and the rules of The Club. The application shall state the name,

address, and occupation of the applicant. Accompanying the application, the prospective member shall submit dues payment for the current year. All applications are to be filed with the Secretary and each application is to be read at the first meeting of The Club following its receipt. At the next Club or Section Club meeting the application will be voted upon and affirmative votes of 2/3 of the members present and voting by secret ballot at that meeting shall be required to elect the applicant.

Applicants for membership who have been rejected may not reapply within six months after such rejection.

SECTION 4. 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, but no member 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 will be considered as lapsed and automatically terminated if such member's dues remain unpaid sixty (60) days after the first day of the fiscal year; however, the Executive Committee may grant an additional an additional grace 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 of the date of that meeting.

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

ARTICLE II

Meetings and Voting

SECTION 1. General Meetings. Meetings of The Club for all members shall be held at least bi-annually at such hour and place as may be designated by the Executive Committee. Written notice of each such meeting shall be mailed by the Secretary at least 45 days prior to the date of the meeting. The quorum for such meetings shall be fifty percent (50%) of the Executive Committee members in good standing whose attendance shall be in person or by electronic means such as telephone or computer communications.

SECTION 2. Special General Meetings. Special club meetings may be called by the Chairman,

or by a majority vote of the members of the Executive Committee who are present and voting at any regular or special meeting of the Executive Committee, or shall be called by the Secretary upon receipt of a petition signed by the larger of ten per cent or five members of The Club who are in good standing. Such special meetings shall be at such place, date and hour as may be designated by the person or persons authorized herein to call such meetings. The Secretary shall communicate with written notice of such a meeting by mail or electronic messaging by at least fifteen (15) days and not more than thirty (30) days prior to the date of the meeting, and said notice shall state the purpose of the meeting, and no other club business may be transacted thereat. The quorum for such meetings shall be fifty percent (50%) of the Executive Committee and petition signatory members in good standing, whose attendance shall be in person or by electronic means such as telephone or computer communications.

SECTION 3. Executive Committee Meetings. Meetings of Executive Committee members only shall be at such hour and place as may be designated by the Executive Committee. The Secretary shall communicate with written notice of such a meeting by mail or electronic messaging by at least fifteen (15) days prior to the date of the meeting. The quorum for such a meeting shall be a majority of the Executive Committee where attendance shall be in person or by electronic means such as telephone or computer communications.

SECTION 4. Special Executive Committee Meetings. Special meetings of the Executive Committee only may be called by the Chairman; and shall be called by the Secretary upon receipt of a written request signed by at least three members of the Executive Committee. Such special meetings shall be held in at such place, date, and hour as may be designated by the person authorized herein to call such meeting. The Secretary shall communicate with written notice of such a meeting by mail or electronic messaging by at least five (5) days and not more than ten (10) 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 thereat. The quorum for such a meeting shall be a majority of the Executive Committee.

SECTION 5. Voting. Each member in good standing whose dues are paid for the current year shall be entitled to one vote at any general meeting of The Club at which he is present. Proxy voting will not be permitted at any club meeting or election.

ARTICLE III

Executive Committee and Officers

SECTION 1. Executive Committee. The Executive Committee shall be comprised of the

officers, all of whom shall be members in good standing and all of whom shall be elected for terms 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 Executive Committee. The Executive Committee shall have plenary authority for establishment and dissolution of Section Clubs.

SECTION 2. Officers. The Club's officers, consisting of the Chairman, Deputy Chairman, Secretary, and Treasurer, Breed Warden, Head Test Judge, shall serve in their respective capacities with regard to The Club and its meetings, and the Executive Committee and its meetings.

(a) The Chairman shall preside at all meetings of The Club and of the Executive Committee, and shall have the duties and powers normally appurtenant to the office of Chairman in addition to those particularly specified in these bylaws.

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

(c) The Secretary shall keep a record of all meetings of The Club and of the Executive Committee and of all matters of which a record shall be ordered by The Club; have charge of the correspondence, notify members of meetings, 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.

(d) The Treasurer shall collect and receive all moneys due or belonging to The Club. Moneys shall be deposited in a bank designated by the Executive Committee, in the name of The Club.

The books shall at all times be open to inspection by the Executive Committee and a report shall be given at every meeting on the condition of The Club's finances and every item of receipt or payment not before reported; and at the annual meeting an accounting shall be rendered of all moneys received and expended during the previous fiscal year. The Treasurer shall be bonded in such amount as the Executive Committee shall determine.

(e) **Breed Warden** shall supervise the breed and provide for adherence to the regulations of the breed order and standards.

(f) **Head Test Judge** is responsible for adherence to the regulation of the hunt test standards, the test Judges, execution of the hunt tests in accordance to the Prufung Ordnung, and works with the Breed representative for the conformation judging.

(g) The offices of Secretary and Treasurer may be held by the same person, as may Breed Warden, Head Test Judge, or Deputy Chairman, but one person may hold no more than two positions

(h) Section Delegate if any (represents the Section club which is an approved member club of the DWNA).

SECTION 3. Vacancies. Any vacancies occurring on the Executive Committee during the year (excluding Section Delegate) shall be filled until the next election by a majority vote of the members of the Executive Committee at its first regular meeting following the creation of such vacancy, or at a special Executive Committee meeting called for that purpose; except that a vacancy in the office of Chairman shall be filled automatically by the Deputy Chairman and the resulting vacancy in the office of Deputy Chairman shall be filled by the Executive Committee .

ARTICLE IV

The Club Year, Meeting, Elections

SECTION 1. Club Year. The Club's fiscal year shall begin on the first day of January and end on the last day of December. The officer's term period shall begin immediately at the conclusion of the election at the general meeting and shall continue through the election declaration at the next general meeting.

SECTION 2. General Meeting. The general meeting shall be held at such hour and place as may be designated by the Executive Committee. The results of the election of officers and directors for the ensuing term by secret ballot from among those nominated in accordance with Section 4 of this Article shall be declared. They shall take office immediately upon the conclusion of the general meeting and each retiring officer shall turn over to the successor in office all properties and records relating to that office within 30 days after the election.

SECTION 3. Elections. The nominated candidate receiving the greatest number of votes for each office shall be declared elected. The nominated candidates for other positions on the Executive Committee who receive the greatest number of votes for such positions shall be

declared elected. The Secretary may conduct the elections by mail ballot being sent to each member.

SECTION 4. Nominations. No person may be a candidate in a club election who has not been nominated. Three months before the next General meeting, the Executive Committee shall select a Nominating Committee consisting of three members and two alternates, not more than one of whom may be a member of the Executive Committee . The Secretary shall immediately notify the committeemen and alternates of their selection, and shall notify the members that Committee will accept member proposed nominations. The Executive Committee shall name a chairman for the committee and it shall be such person's duty to call a committee meeting, which shall be held on or within thirty days of the committee formation.

(a) The committee shall nominate one candidate for each office (except for Section Delegate who shall be elected by the respective section club, if any) and positions on the Executive Committee, and, after securing the consent of each person so nominated, shall immediately report their nominations to the Secretary in writing.

(b) Upon receipt of the Nominating Committee's report, the Secretary shall, at least thirty (30) days before the election date, notify each voting member in writing of the candidates so nominated.

(c) Additional nominations may be made to the Nominating Committee by any member, provided that the person so nominated does not decline when their name is proposed, and provided the nominator shall present to the Secretary a written statement from the proposed candidate signifying willingness to be a candidate. No person may be a candidate for more than one position (except for the position of Delegate).

(d) Nominations cannot be made at the general meeting or in any manner other than as provided in this Section.

ARTICLE V

Committees

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

SECTION 2. Any committee appointment may be terminated by a majority vote of the full membership of the Executive Committee upon written notice to the appointee; and the Executive Committee may appoint successors to those persons whose services have been terminated.

ARTICLE VI

Discipline

SECTION 1. Club Suspension. Any member who is suspended from the privileges of either the Club or a Section club automatically shall be suspended from the privileges of the other concurrently for a like period.

SECTION 2. Charges. An individual member may prefer charges against another individual member for alleged misconduct prejudicial to the best interests of The Club. Written charges with specifications must be filed in duplicate with the Secretary together with a FEE of twenty-five per cent of the annual regular member dues, which shall be forfeited if such charges are not sustained by the Executive Committee following a hearing. The Secretary shall promptly send a copy of the charges to each member of the Executive Committee or present them at a Executive Committee meeting, and the Executive Committee shall first consider whether the actions alleged in the charges, if proven, might constitute conduct prejudicial to the best interests of The Club. If the Executive Committee considers that the charges do not allege conduct which would be prejudicial to the best interests of The Club, it may refuse to entertain jurisdiction. If the Executive Committee entertains jurisdiction of the charges, it shall fix a date for a hearing by the Executive Committee not less than three weeks, nor more than six weeks thereafter. The Secretary shall promptly send one copy of the charges and the specifications 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. Charges may include, but are not limited to:

- (a) Violation of the Constitution, Bylaws, or Code of Ethics of The Club or a Section Club
- (b) Deliberate and negligent slander of another member
- (c) Conviction of criminal offenses

SECTION 3. Executive Committee Hearing. The Executive 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 complainant and defendant, the Executive Committee may by a majority vote of those present reprimand or suspend the defendant from all privileges of The Club for not more than 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. In such case, the suspension shall not restrict the defendant's right to appear before his fellow members at the ensuing General meeting which considers the Executive Committee's recommendation.

Immediately after the Executive Committee has reached a decision, its finding shall be put in written form and filed with the Secretary. The Secretary, in turn, shall notify each of the parties of the Executive Committee's decision and penalty, if any.

SECTION 4. Expulsion. Expulsion of a member from The Club may be accomplished only at a meeting of The Club following a Executive Committee hearing and upon the Executive Committee's recommendation as provided in Section 3 of this Article. Such proceedings may occur at a regular or special meeting of The Club to be held within 60 days but not earlier than 30 days after the date of the Executive Committee's recommendation of expulsion. The defendant shall have the privilege of appearing in his own behalf, though no evidence shall be taken at this meeting. The Chairman shall read the charges and the Executive Committee's finding and recommendation, and shall invite the defendant, if present, to speak in his own behalf if he wishes. The members shall then vote by secret ballot on the proposed expulsion. A 2/3 vote of those present and voting at the meeting shall be necessary for expulsion. If expulsion is not so voted, the Executive Committee's suspension shall stand.

ARTICLE VII

Amendments

SECTION 1. Amendments to the constitution and bylaws may be proposed by the Executive Committee or by written petition addressed to the Secretary signed by twenty (20) percent of the membership in good standing. Amendments proposed by such petition shall be promptly considered by the Executive Committee and must be submitted to the members with recommendations of the Executive Committee by the Secretary for a vote concurrently to the officer ballot prior to the next general meeting.

SECTION 2. The constitution and bylaws may be amended by a 2/3 secret vote of the members present and voting at any regular or special meeting called for the purpose, provided the proposed amendments have been included in the notice of the meeting and mailed to each member at least

two weeks prior to the date of the meeting.

SECTION 3. No amendment to the constitution and bylaws that is adopted by a Section club shall become effective until it has been approved by the Executive Committee of The Club. (For a Section club which is a member of The Club, this Article shall also have a Section 3 to read as follows: “No amendment to the constitution and bylaws that is adopted by a Section club shall become effective until it has been approved by the Executive Committee of The Club.”)

ARTICLE VIII

Dissolution

SECTION 1. The Club may be dissolved at any time by the written consent of the Executive Committee. 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 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 Executive Committee. Dissolution of Section Clubs at any time may be by the written consent of not less than 2/3 of the members in good standing, and shall have the same requirements as dissolution of The Club except it shall give property and assets after debt payment to The Club, and the Executive Committee may also mandate dissolution.

ARTICLE IX

Order of Business

SECTION 1. At General 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 last meeting

Report of Chairman

Report of Secretary

Report of Treasurer

Reports of committees

Declaration of Election Results of officers and Executive Committee (at general meeting)

Election of new members

Unfinished business

New business

Adjournment

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

Reading of minutes of last meeting

Report of Secretary

Report of Treasurer

Reports of committees

Election of new members

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 other special rules of order The Club may adopt.

GLOSSARY

Member in good standing — An individual who is not suspended by the Club or their Section Club and whose dues for the year are already paid.

Reprimand — A written warning to a member after charges have been filed in accordance with the bylaws, and it is determined that the member’s conduct was not severe enough to warrant a suspension or a recommendation for expulsion.

Notices — All club notices must be sent either, via the US Postal Service, or E-mail

Votes on Bylaw Amendments — After amendments are voted upon, the Section club must

provide with the number of members in good standing as well as the date of the vote, and the number who voted for and against. A copy of the revised document must be submitted to The Club as soon as it is printed.