

VCA BYLAW AMENDMENTS PROPOSAL

VCA BYLAWS COMMITTEE

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The Bylaw Revision Committee was charged to do a comprehensive review of the VCA Bylaws. The recommendations are based AKC's Bylaw Template (and Glossary of Terms) along with Robert's Rules of Order. AKC Club Relations Department thoroughly reviewed VCA Bylaws and proposed amendments. The VCA Board has approved the recommended changes. The proposed amendments to the Bylaws will be published in the Vizsla News. The membership will vote on these process changes during the next election in 2011.

..The goals of the recommended changes:

- **Modify** to address/clarify process issues that have recently surfaced
- **Edit** to have consistent and clear language throughout
- **Delete** outdated items that no longer pertain
- **Reorganize** Sections so all related items are within the same Article

PROCESS AMENDMENTS

Recommendations to modify the VCA Bylaws are based on process issues that have recently surfaced. Recommended changes are in **bold**. A brief rationale is directly under the recommended change.

ARTICLE III, Section 5. Vacancies. In the event of death, resignation, change of legal residence outside the United States, or removal by the Board under the provisions of ARTICLE III Section 4, any vacancies occurring on the Board or among the Offices shall be replaced **for the unexpired term** of office by the majority vote of the Board, **except that vacancy in the Office of President shall be automatically replaced by the Vice President**. The resulting vacancy in the Office of Vice President shall be filled by a majority vote of the Board.

- 1) Article III, Section 5 (Vacancies): The VCA Bylaws now state that appointments to fill a vacancy are until the next election. Changed until the end of the vacant term. The change would keep the rotation of the Board intact.
- 2) Article III, Section 5 (Vacancies): A vacancy in office of President would be automatically filled by the Vice President. This language is consistent with Section 2: The Vice President has been elected by the membership "to have the duties, and exercise the powers of the President in the case of the President's death, absence or incapacity."

ARTICLE III, Section 6. Terms of Office, Term Limits

c. No person can serve on the Board of Directors for more than **five consecutive terms**. A person having served a total of **five consecutive terms** shall be ineligible for re-election to the Board of Directors for a period **of two years**. There shall be no term limitations on the position of AKC Delegate.

- 1) Article III; Section 6 New (Terms of office, Terms Limits): Currently is 10 years...Language change eliminates the problem with serving half a term and having the Board appoint a replacement.
- 2) Article III, Section 6 New (Terms of office, Terms Limits): Currently, time off is one year.

ARTICLE IV: Section 4. Nominations,

(e) The Nominating Committee shall submit its slate of candidates to the Secretary by March 1st. The Secretary shall, on or before **March 15**, send a list of candidates for the Board of Directors and for the Nominating Committee to the membership of the Club.

Article IV, Section 4 (Nominations): Changed from April 1st.

ARTICLE VI: Discipline 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 Secretary together with a deposit **of \$50**, which shall be forfeited if following a hearing, such charges are not sustained.

Article VI, Section 2 (Charges): Changed deposit from \$10 to \$50.

HOUSEKEEPING ITEMS

As part of the charge to comprehensively review the VCA Bylaws, the Committee also reviewed the Bylaws for consistent language, outdated information, and misplaced items. The AKC suggests that AKC Parent Clubs do this every five to seven years. Over the years as the Club evolves and Bylaws are amended, inadvertently the language throughout the document is not consistent, no longer applies, or should be moved to a more appropriate Section. These items are considered by the AKC as strictly housekeeping and do not need to be voted on.

CONSISTANT & CLEAR LANGUAGE

Article II: Mail (e-mail), and throughout (consistency)..Membership has already voted on this item

Article III, IV: Regular Members (consistent language) throughout. Membership has voted on this item.

Article III: Language under secretary (clarify)

Article IV, Section 4 (Nominations): (a & b) Language changed (clarify). (b) Last sentence (clarify)

Article IV, Section 5 (Election of Nominating Committee): c. Add or ***other designated Officer. And shall notify the membership of the results.*** (Clarify).

Article V, Section 3 (Resident Agent): ***May serve concurrently as either Officer or Director at Large.*** (has been the practice since the Club's inception.

DELETIONS

Article II, Section 1 (Annual Meeting): Deleted FT, Specialty Show etc and changed to ***one of the Club's Annual Events.*** Deleted the language about the dates, as the Events are not together. Dates are uncertain.

Article IV, Section 4 (Terms of Office): Deleted the phrase, beginning with the BOD elected in 2000.

Article IV, Section 4: Deleted references to 1994 and 1995. Substituted, ***Odd years***, five Directors at Large, the President, Corresponding Secretary and the AKC Delegate shall be elected to serve a two year term. ***Even years***, four Directors at Large, the Vice President, Secretary, and Treasurer shall be elected to serve a two year term...

Article V, Section 3: Deleted Editor of the Vizsla News as that is now a paid position. Deleted Membership Chair to be consistent with other Standing Chairs.

REORGANIZATION

Article III (Directors and Officers): Moved any item pertaining to Officers and BOD to Article III. (Terms of Office and Term Limits from Section 4)