

# The Pharaoh Hound Club of America, Inc.

## CONSTITUTION

### ARTICLE I Name and Objects

**Section 1.** The name of the Club shall be The Pharaoh Hound Club of America, Inc.

**Section 2.** The objects of the Club shall be:

- a) to do all possible to bring the natural qualities of Pharaoh Hounds to perfection;
- b) to encourage the organization of independent local Pharaoh Hound Specialty Clubs in those localities where there are sufficient fanciers of the breed to meet the requirements of The American Kennel Club;
- c) to urge members and breeders to accept the standard of the breed as approved by The American Kennel Club as the only standard of excellence by which Pharaoh Hounds shall be judged;
- d) to do all in its power to protect and advance the interests of the breed and to encourage sportsmanlike competition at dog shows, lure coursing tests and trials, and obedience trials;
- e) to conduct sanctioned matches, dog shows, field trials, and obedience trials under the rules and regulations 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 by-laws as may be required to carry out these objects.

Approved by the Membership October 31, 1984 (Amended Sept, 1988)  
Amended by the Membership May, 2002  
Approved by The American Kennel Club in 2002

# The Pharaoh Hound Club of America, Inc.

## BY-LAWS

### ARTICLE I Membership

- Section 1. Eligibility.** There shall be one type of membership open to all person eighteen years of age or older who are in good standing with The American Kennel Club and who subscribe to the purposes of this club. In addition, there shall be a non-voting Junior membership open to all persons at least twelve years old and under eighteen years of age. A household membership will consist of two persons, eighteen years of age and older, each of which being entitled to voting privileges.
- Section 2. Dues.** Membership dues shall be in such amount as shall from time to time be fixed by resolution of the Board of Directors and shall be payable on or before January 1st of each year. Membership dues shall not exceed \$50 per member, nor \$75 per household; membership dues for a Junior member shall not exceed \$25. 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 dues for the ensuing year. New members elected after the ninth month of the fiscal year shall not be charged dues for the following year.
- Section 3. Application for Membership.** Each applicant for membership shall apply on a form as approved by the Board of Directors which shall provide that the applicant agrees to abide by these constitution and by-laws and the rules of The American Kennel Club. The application shall state the name, address, and occupation of the applicant and shall carry the endorsement of two members in good standing. Accompanying the application, the prospective member shall submit a copy of the Code of Ethics of The Pharaoh Hound Club of America, Inc. signed by the applicant and dues payment for the current year.
- Section 4. Endorsers.** No member shall endorse an applicant for membership for a period of one year following election to membership in the Club.
- Section 5. Election to Membership.** Applicants may be elected to membership at any meeting of the Board of Directors or by written vote of the Directors by mail. Affirmative votes of 2/3 of the Directors present at a meeting of the Board or of 2/3 of the entire Board voting by mail shall be required to elect an applicant.
- Section 6. Appeal.** An application which has received a negative vote by the Board of Directors may be presented by one of the applicant's endorsers at the next annual meeting of the Club and the Club may elect such applicant by secret ballot and a favorable vote of 75% of the members present.

**Section 7. Termination of Membership.** Memberships may be terminated:

a) by resignation. Any member may resign from the Club upon written notice to the Recording Secretary; but no member may resign then 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 of Directors may grant an additional 90 days of 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 VII of these by-laws.

**ARTICLE II  
Meetings**

**Section 1. Annual Meeting.** The annual meeting of the Club shall be held in conjunction with the National Specialty Show if possible, at a place, date, and hour designated by the Board of Directors. Written notice of the annual meeting shall be mailed by the Recording Secretary to each member at least 30 days prior to the date of the meeting. The quorum for the annual meeting shall be 10% of the members in good standing eligible to vote or a minimum of 10 members in good standing eligible to vote, whichever is greater.

**Section 2. Special Meetings.** Special meetings of the Club may be called by the President or by a majority vote of the Board who are present at a meeting of the Board or who vote by mail, and shall be called by the Recording Secretary upon receipt of a petition signed by 10% of the members of the Club who are in good standing. Such meeting shall be held at a place, date, and hour designated by the Board of Directors. Written notice of such meeting shall be mailed by the Recording Secretary to each member in good standing at least 30 days, but not more than 45 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 shall be the same as that for the annual meeting.

**Section 3. Board Meetings.** The first meeting of the Board of Directors shall be held within 30 days of the annual election of members to the Board and election of officers as set forth in Article V, Section 2, at which time the election of Club officers shall occur. Other meetings of the Board shall be held at such times and places as are designated by the President or by a majority vote of the entire Board. Written notice of each such other meetings shall be mailed by the Recording Secretary to each member of the Board at least 14 days, but not more than 30 days, prior to the date of the meeting. The quorum for a Board meeting shall be a majority of the Board voting in person or by mail, E-mail, FAX or telephone conference call.

**Section 4. Board Business by Mail.** The Board of Directors may conduct its business by mail, E-Mail, FAX, or telephone conference call through the Recording Secretary. Items voted upon by telephone conference call must be confirmed in writing to the Recording Secretary within 7 days.

### **ARTICLE III Directors and Officers**

**Section 1. Board of Directors.** General management of the Club's affairs and custody of its property shall be entrusted to the Board of Directors which shall consist of 9 members and shall be comprised of the President, Vice-President, Recording Secretary, Corresponding Secretary, Treasurer, and 4 other persons, all of whom shall be members in good standing who are residents of the United States. Three members shall be elected to the Board annually for a three-year term each as provided in Article V, and shall serve until their successors are elected. To start the process, three members shall be elected to serve a three-year term each, three members for a two-year term each, and three members for a one-year term each; thereafter, three members shall be elected annually for a three-year term each. The Board of Directors shall elect the Officers of the Club within 30 days following the annual election of members to the Board as provided in Article V. Each member of the Board shall have an unqualified right of access to the books, records, and files of the Club.

**Section 2. Officers.** The Club's officers shall consist of the President, Vice-President, Recording Secretary, Corresponding Secretary, and Treasurer who shall be elected annually by the members of the Board of Directors from among the Board members and who shall serve in their respective capacities both with regard to the Club and its meetings and the Board and its meetings until their successors are elected.

- 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 by-laws.
- b) The Vice-President shall have the duties and exercise the powers of the President in case of the President's absence, incapacity, or death.
- c) The Recording Secretary shall keep a record of all meetings of the Club and of the Board and of all votes taken, and of all matters of which a record shall be ordered by the Club and shall be responsible for all communications among the Board of Directors and from the Board to the membership. He shall receive applications for membership in accordance with Article I, Section 3, and submit notice of same to the Board within 30 days of receipt thereof for such action as the Board may take. He shall notify new members of their election to membership, notify Directors and Officers 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 by-laws or normally appurtenant to the office of secretary which are not otherwise specifically assigned to the Corresponding Secretary by these by-laws, the Board of Directors, or the membership.

- d) The Corresponding Secretary shall be responsible for all correspondence from the public and to the general public and all communications to the membership which do not originate from an official action of the Board of Directors, and all notices and correspondence with regard to the specialty matches. The Corresponding Secretary shall provide and forward to the Recording Secretary all matters which require being made of permanent record and such other matters as may from time to time be specifically assigned by the Board of Directors to the membership.
- e) The Treasurer shall collect and receive all moneys due or belonging to the Club and deposit same in the name of the Club in a bank or banks approved by the Board. He shall maintain the financial records of the Club on a double-entry system, make all disbursements in the name of the Club as may be approved by the Board and keep complete records in accordance with generally accepted accounting principles. 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 moneys received and expended during the previous fiscal year. The Treasurer shall send to each member during the month of November a statement of dues for the ensuing year and shall report to the Board the names of those members who dues are in arrears 60 days after the beginning of the fiscal year. The Treasurer shall be bonded in such amount as the Board shall determine.
- f) AKC Delegate shall represent the Pharaoh Hound Club of America at quarterly meetings and in voting matters coming before the AKC delegate. The position of AKC delegate shall be elected by the board of directors by majority vote for a term of three years.

**Section 3. Vacancies.** Any vacancies occurring on the Board of Directors 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; except that a vacancy in the office of President shall be filled automatically by the Vice-President; and the resulting vacancy in the office of Vice-President shall be filled by the Board.

#### **ARTICLE IV Fiscal and Official Year**

**Section 1. Fiscal Year.** The Club's fiscal year shall begin on the first (1st) day of January and end on the thirty-first (31st) day of December.

**Section 2. Official Year.** The Club's official year shall begin on the first (1st) day of January and end on the thirty-first (31st) day of December. The Club officers as elected by the Board of Directors shall take office coincident with the beginning of the Club's official year and each retiring officer shall turn over to his successor in office all properties and records relating to that office within thirty (30) days thereafter.

**ARTICLE V**  
**Voting, Elections, Nominations**

**Section 1. Voting.** At the annual meeting or at a special meeting of the Club voting shall be limited to those members eighteen years of age and older in good standing who are present at the meeting, except for the annual election of Directors, Officers, and amendments to the Constitution and by-laws which shall be decided by written secret ballot cast by mail. Voting by proxy shall not be permitted. The Board of Directors may decide to submit other specific questions for decision of the members by written ballot cast by mail.

**Section 2. Annual Election.** The annual election of three members to the Board of Directors shall be conducted by secret ballot. Ballots to be valid must be received by the Recording Secretary as set forth in Article V, Section 3. Ballots shall be counted by three inspectors of election who are members in good standing and who are neither members of the current Board nor candidates on the ballot and who shall be chosen by the Board of Directors from among members residing in the same general locality as the Recording Secretary. The three persons receiving the largest number of votes shall be declared elected. If any nominee, at the time of the election, is unable to serve for any reason, such nominee shall not be elected and the vacancy so created shall be filled by the new Board of Directors in the manner provided in Article III, Section 3.

**Section 3. Nominations and Ballots.** No person may be a candidate for the Board of Directors who has not been nominated in accordance with these by-laws. A Nominating Committee shall be chosen by the Board of Directors before July 1st. The Committee shall consist of three members from different areas of the USA, and two alternates, all members in good standing, no more than one of whom shall 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) All members of the Nominating Committee, petitioners nominating additional candidates and nominees shall have been members of the Club in good standing for one year prior to November 1st immediately preceding the annual election.
- b) The Nominating Committee shall nominate from among the eligible members of the Club three candidates for a three-year term each for the Board of Directors and for the Delegate to The American Kennel Club who may but need not be a Director or Officer of the club and shall procure the written acceptance of each nominee so chosen. The Committee should consider geographical representation of the membership on the Board to the extent that it is practicable to so. The Committee shall then submit its slate of candidates to the Recording Secretary prior to September 1st. The Recording Secretary on or before October 1st shall mail the list, including the full name of each candidate and the name of the State in which he resides, to each member of the Club so that additional nominations may be made by the members if they so desire.

- c) 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 November 1st, signed by five (5) members in good standing and accompanied by the written acceptance of each such additional nominee signifying his willingness to be a candidate. The additional nominations which are provided for herein may be made only from the among those members who have not accepted a nomination of the Nominating Committee.
- d) If no valid additional nominations are received by the Recording Secretary on or before November 1st, the Nominating Committee's slate shall be declared elected and no balloting will be required.
- e) If one or more valid additional nominations are received by Reporting Secretary on or before November 1st, he shall, on or before November 15th, mail to each member in good standing a ballot listing all of the nominees 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 marked "Ballot" and bearing the name of the member to whom it was sent. So that the ballots may remain secret, each voter, after marking his ballot, shall seal it in the blank envelope which in turn shall be placed in the second envelope marked "Ballot" addressed to the Recording Secretary. The ballots must be received by the Recording Secretary on or before December 15th, to be counted by the inspectors of the election in the presence of the Recording Secretary. The inspectors of election 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, and shall certify the eligibility of the voters as well as the results of the voting.
- f) Nominations for the Board of Directors cannot be made at the Annual Meeting or in any manner other than as provided above.

**Section 4. Election of Officers.** The Club's officers shall be elected annually by the Board of Directors from among the Board members within thirty (30) days following the annual election of Directors. The then in office Recording Secretary shall send a listing of the name, address, and telephone number of each member of the Board to each Board member together with a blank envelope and a return envelope addressed to the Recording Secretary marked "Ballot" and bearing the name of the Director to whom it was sent. The ballot shall contain a list of each office to be filled and each Director may write in the name of his choice for each office from the names of Directors appearing on the listing. Each Director, after marking his ballot, shall seal it in the blank envelope which in turn shall be placed in the second envelope marked "Ballot" addressed to the Recording Secretary. The ballots must be received by the Recording Secretary on or before the date so indicated on the ballot to be counted by the inspectors of election in the presence of the Recording Secretary. The person receiving a majority vote of the ballots cast for each office shall be declared elected and shall take office coincident with the beginning of the Club year.

## ARTICLE VI

## **Committees**

- Section 1. Committee Appointments.** The Board may each year appoint standing committees to advance the work of the Club in such matters as dog shows, obedience trials, field 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 Board. Special committees may also be appointed by the Board to aid it on particular projects.
- Section 2. Termination of Appointments.** Any committee appointment may be terminated by a majority vote of the full membership of the Board upon written notice to the appointee, and the Board may appoint successors to those persons whose service has been terminated.
- Section 3. Length of Service.** Committees shall serve until discharged by the Board, succeeded by new appointees, or terminated as provided in Section 2 of this Article. Each succeeded committee appointee shall turn over to his successor all properties and records relating to that committee within thirty (30) days after notice that a successor has been appointed. Discharged committees and their members shall turn over to the Recording Secretary all properties and records relating to that committee within thirty (30) days after being discharged if no successors are named.
- Section 4. Audit Committee.** The Treasurer's books shall be audited annually either by an Audit Committee composed of three members which shall be appointed by the President with approval of the Board or by a Certified Public Accountant approved by the Board. Such appointment shall be made not later than the first day of November in each year. The Committee or Certified Public Accountant shall examine the records of the Treasurer and audit the Treasurer's books and report their findings in writing to the Board not later than the last day of December. Not more than one member of the Board may serve on the Audit Committee and in no case shall the Treasurer be a member of the Audit Committee. The report of the Audit Committee shall be read to the Club members by the President at the next annual meeting.

## **ARTICLE VII 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 ten dollars (\$10) 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 Board 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 that would be prejudicial to the best interests of the Club or of 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 (3) weeks nor more than six (6) weeks thereafter. The Recording Secretary shall promptly send one copy of the charges to the accused member by certified mail together with a notice of the hearing and assurance that the defendant may personally appear in his own defense and bring witnesses if he wishes.

**Section 3. Board Hearing.** The Board shall have complete authority to decide whether counsel may attend the hearing, but both the complainant and defendant shall be treated uniformly in that regard. Should the charges be sustained, after hearing all the evidence and testimony presented by the complainant 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) months. And, if it deems that punishment insufficient, it may also recommend to the membership that the punishment 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 finding shall be put in written form and filed with the Recording Secretary. The Recording 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 the annual meeting of the Club following a hearing and upon 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 ballot written ballot on the proposed expulsion. A two-thirds (2/3) vote of those present and voting at the annual meeting shall be necessary for expulsion. If expulsion is not so voted, the suspension shall stand.

## **ARTICLE VIII Amendments**

- Section 1.** Amendments to the constitution and by-laws may be proposed by the Board of Directors or by written petition addressed to the Recording Secretary signed by twenty percent (20%) of the membership in good standing eligible to vote. 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 within three (3) months of the date when the petition was received by the Recording Secretary.
- Section 2.** The constitution and by-laws may be amended at any time provided a copy of the proposed amendment has been mailed by the Recording Secretary to each member in good standing on the date of mailing, 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 (30) 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 (2/3) of the members in good standing eligible to vote who return valid ballots within the time limit shall be required to effect any such amendment.
- Section 3.** No amendment to the constitution and by-laws adopted by the Club shall become effective until it has been approved by the Board of Directors of The American Kennel Club.

## **ARTICLE IX Dissolution**

- Section 1.** The Club may be dissolved at any time by the written consent of not less than two-thirds (2/3) of the members in good standing eligible to vote. In the event of a 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 Board of Directors that qualifies under the Internal Revenue Code as a non-profit organization.

## **ARTICLE X Order of Business**

- Section 1. Club Meetings.** 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 last meeting

Report of President  
Report of Recording Secretary  
Report of Corresponding Secretary  
Report of Treasurer  
Reports of Committees  
Election of new members  
Unfinished business  
New business  
Adjournment

**Section 2. Board Meetings.** At meetings of the Board of Directors, the order of business, so far as the nature of the meeting will permit shall be as follows:

Roll Call  
Minutes of last meeting  
Report of Recording Secretary  
Report of Corresponding Secretary  
Report of Treasurer  
Reports of Committees  
Unfinished business  
Election of Officers  
Election of new members  
New business  
Adjournment

## **ARTICLE XI Parliamentary Procedure**

**Section 1.** The Rules of Parliamentary Procedure contained in the current edition of Robert's "Rules of Order, Revised" shall be the authority of governing parliamentary procedure at all meetings of the Club and of the Board of Directors, subject to existing law and these constitution and by-laws.

Approved by the Membership October 31, 1984 (Amended Sept, 1988)  
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