

**North American Magyar Agár Association  
AKA NAMAA  
Constitution and Bylaws**

**CONSTITUTION**

**Article I. Association Name.** This association shall be known as the North American Magyar Agár Association (NAMAA), hereinafter also referred to as “the Association.”

**Article II. Objectives.** The objectives of the Association shall be: to preserve and protect the Magyar Agár in North America; to foster the Hungarian traditions of this rare breed; to educate the public about the Magyar Agár; and to sponsor or support events in conformation, hunting, coursing and racing.

**Article III. Association Profits.** The Association shall not be conducted or operated for profit and no part of any profits or remainder or residue from dues or donations to the Association shall benefit any member or individual.

**Article IV. Rules For Licensed Events.** All licensed events sponsored by the Association will be run in accordance with the rules, policies, and procedures of the sanctioning body or association.

**Article V. Revisions.** The members of the Association shall adopt and may from time to time revise such bylaws as may be required to carry out these objectives.

## BYLAWS

### Article I. Membership.

**Section 1. Eligibility.** There shall be five types of membership open to any breeder, owner, or fancier of the Magyar Agár breed who subscribes to the purposes and objectives of the Association, agrees to abide by the Association Code of Ethics, and who is in good standing with the Association.

### Section 2. Types of membership.

**Section 2.1. Single membership. Open to persons 18 years of age or older residing in North America.** Single persons are entitled to one vote and are eligible to hold office in the Association.

**Section 2.2. Family/Household membership.** Open to any two persons of a household 18 years of age or older living in North America. Each Family/Household membership is entitled to two votes but only one member may hold office at any one time.

**Section 2.3. Associate membership.** Associate membership is open to any individuals who live outside of North America and wish to join the Association. Associate members do not have voting rights.

**Section 2.4. Junior membership.** Junior membership is open to any individual who is under eighteen years of age. Juniors may convert to Single membership upon reaching their 18<sup>th</sup> birthday. Junior members shall not be entitled to vote nor eligible to hold office, but shall be eligible for annual trophies or awards offered by or through the Association.

### Section 3. Dues

**Section 3.1. Amount.** Annual membership dues shall be determined by the Board of Directors.

**Section 3.2. Payment of dues.** Dues are payable on or before the first day of January of each year.

**Section 3.3. Dues statement.** On November 15<sup>th</sup> of each year, the Treasurer shall send to each member a statement of dues for the ensuing year.

**Section 3.4. Nonpayment of dues.** No member may vote whose dues are not paid for the current year. The names of members who have not paid their dues shall be published in the first Association newsletter published after January 1st of each year. The membership of any member who has not paid his/her dues by March 31<sup>st</sup> of any calendar year shall lapse. The Board of Directors may grant a grace period of an additional 30 days for payment to any member who applies for an extension.

**Section 4. Application for membership.**

**Section 4.1. Submitting the application.** Each applicant for membership in the Association shall apply on a board-approved Application for Membership, which shall provide that the applicant agrees to abide by the Constitution, Bylaws and Code of Ethics of the Association. The prospective member shall submit the completed application and dues payment for the current year to the Secretary.

**Section 5. Rejected Applications.** Any applicant whose membership application is rejected by the Board may personally present the application at the next meeting of the Association. The Association membership may elect such applicant by secret ballot and a favorable vote of 75 percent of the members present, in good standing, and voting.

**Section 6. Termination Of Membership.** Memberships may be terminated for any of the following reasons:

**Section 6.1. Resignation.** Any member in good standing may resign from the Association upon written notice to the Secretary. Resignation shall not discharge or eliminate any debt owed to the Association. Dues are considered an obligation to the Association and are incurred the first day of each fiscal year.

**Section 6.2. Lapsing.** A membership will be considered as lapsed and automatically terminated if such member's dues remain unpaid after March 31<sup>st</sup>. The Board of Directors may grant a grace period of an additional 30 days for payment to any member who applies for an extension. In no case may a person be entitled to vote at any Association meeting whose dues are unpaid as of the date of the meeting. Dues paid at such a meeting allow that member reinstatement of voting rights.

**Section 6.3. Expulsion.** A membership may be terminated by expulsion as provided in Article VIII, Section 4 of these bylaws.

**Article II. Association Year.**

**Section 1. Fiscal Year.** The Association's fiscal year shall begin on the 1<sup>st</sup> day of January and end on the last day of December.

**Section 2. Official Year.** The Association's official year shall begin immediately at the conclusion of the election at the annual meeting and shall continue through the election at the next annual meeting.

**Article III. Meetings.**

**Section 1. Regular membership meetings.** Regular membership meetings of the club shall be held at such time and place as may be designated by the Board of Directors. There will be at least one meeting per year. Written notice of the

time, place and location of this meeting shall be mailed not later than 15 days prior to the meeting.

**Section 2. Special Association meetings.** Special meetings may be called by the President or by a majority vote of the members of the Board of Directors who are present and voting at any meeting of the Board or who vote by mail, and shall be called by the Secretary upon receipt of a petition signed by 10 percent of the members of the Association who are in good standing. Such special meetings shall be held at a place, date and hour as may be designated by the person or persons authorized herein to call such a meeting. Written notice of such a meeting shall be mailed by the Secretary 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 Association business may be transacted thereat. The quorum for such a meeting shall be 20 percent of the members in good standing.

**Section 3. Board meetings.** Meetings of the Association Board of Directors shall be held at such times and places as the Board of Directors shall from time to time determine by resolution of the Board of Directors. Written notice of each such meeting shall be mailed by the Secretary at least 15 days prior to the date of the meeting.

**Section 4. Special Board meetings.** Special meetings of the Board may be called by the Association President, Vice President, or by the Secretary upon receipt of a written request signed by at least three members of the Board. Such special meeting shall be held at such time and place as may be designated by the person authorized to call such meeting. The Secretary shall mail written notice of such meeting at least 30 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 Board.

**Section 5. Conducting Association business via electronic communication.** Association and Board members may use e-mail, chat rooms, message boards and other means of electronic communication to facilitate Association business.

**Section 5.1. Association discussions.**

**a. Notice.** Written notice of Association on-line discussions shall be mailed or e-mailed to all Association members in good standing by the Secretary at least 14 days and not more than 30 days prior to the scheduled discussion. Notice shall include:

1. A designated e-mail list, chat room or message board with instructions how to access the list, room or message board;

2. The purpose(s) of the meeting and the starting and ending dates and times during which discussion may take place. No other Association business shall be discussed.

**b. Quorum.** No quorum shall be required for Association discussions.

**c. Voting.** No vote may be taken on any motion.

**d. Minutes.** The Secretary shall be responsible for keeping minutes of these discussions by using chat room logs, copying messages from the message board, copying e-mail from the list, or by taking notes of the discussion.

**Section 6.2. Regular Board discussions.** A majority of the Board may designate a regular date, time and e-mail list, chat room or message board for Board discussions.

**a. Notice.** These regular discussions may be held without notice but the President shall publish an agenda at the beginning of each discussion.

**b. Roll call.** The Secretary will take a roll call at the beginning of each designated meeting period.

**c. Quorum.** A quorum for these discussions shall be a majority of the Board members. A Board member shall be considered present if he/she responds within one-half hour in a chat room or within 24 hours on an e-mail list or message board.

**d. Voting.** Board members may vote on any properly-made motion during these discussions, but no such vote shall be valid unless a written copy of the motion signed by the Board member clearly indicating the Board member's approval or disapproval of the motion is received via mail or fax by the Secretary within 14 days of the electronic vote. Board members shall be notified by mail or e-mail of the results of all balloting.

**e. Minutes.** The Secretary shall be responsible for keeping minutes of these discussions by using chat room logs, copying messages from the message board, copying e-mail from the list, or by taking notes of the discussion.

**Section 6.3. Special Board discussions.** Special Board discussions may be called by the Association President, Vice President, or by the Secretary upon receipt of a written request signed by at least three members of the Board. Such special discussion shall be held at such date and time and in

such electronic format (e-mail list, chat room or message board) as may be designated by the person authorized to call for such a discussion.

**a. Notice.** The Secretary shall mail or e-mail written notice of such meeting at least 14 days prior to the date of the discussion. Any such notice shall state the purpose of the discussion and no other business shall be transacted thereat.

**b. Quorum.** A quorum for these discussions shall be a majority of the Board members. A Board member shall be considered present if he/she responds within one-half hour in a chat room or within 24 hours on an e-mail list or message board.

**c. Voting.** Board members may vote on any properly-made motion during these discussions, but no such vote shall be valid unless a written copy of the motion signed by the Board member clearly indicating the Board member's approval or disapproval of the motion is received via mail or fax by the Secretary within 14 days of the electronic vote. Board members shall be notified by mail or e-mail of the results of all balloting.

**d. Minutes.** The Secretary shall be responsible for keeping minutes of these discussions by using chat room logs, copying messages from the message board, copying e-mail from the list, or by taking notes of the discussion.

#### **Section 7. Quorum.**

**Section 7.1. Membership meetings.** The quorum for all Association membership meetings shall be 20 percent of the members in good standing.

**Section 7.2. Board meetings.** The quorum for all Association Board meetings shall be a majority of the Board.

**Section 8. Voting.** Each Association member in good standing whose dues are paid for the current year shall be entitled to vote at any membership meeting at which the member is present or by ballot. Proxy must be on file with the Secretary good for one year or until revoked by the member.

#### **Article IV. Directors and Officers.**

**Section 1. Board of Directors.** The Board of Directors shall be composed of the Officers and 4 directors, all of whom shall be members in good standing and all of whom shall be elected as provided in Article V and shall serve until their successors are elected. In addition, the immediate past President shall serve as a voting member of the board for a period of one year only. General management of the Association's affairs shall be entrusted to the Board of Directors.

**Section 2. Term of Office.** The Officers of the Association shall serve for two years or until their successors are elected. All Officers shall be limited to two consecutive terms of office and no person may hold more than one office per term. The other members of the Board of Directors shall be elected for two-year terms so staggered that one-half are elected at each annual meeting. Any director who misses two board meetings within an Association year shall be removed from the Board of Directors, unless a majority of the board members present and voting at the meeting from which the director is absent for the second time votes to excuse one or both of the absences.

**Section 3. Officers.** The Association's Officers, consisting of the President, Vice President, Secretary, and Treasurer shall serve in their respective capacities both with regard to the Association and its meetings and the board and its meetings. All Officers must be in good standing with the Association.

**Section 3.1. President.** The President shall preside at all meetings of the Association and of the Board of Directors, and shall have the duties and powers normally appurtenant to the office of the President in addition to those particularly specified in these bylaws.

**Section 3.2. Vice President.** The Vice President shall assist the President when and where possible. The Vice President shall serve as Parliamentarian. The Vice President shall have the duties and exercise the powers of the President in case of the President's death, absence or incapacity.

**Section 3.3. Secretary.** The Secretary shall keep a written record of all meetings of the Association and of the Board and of all matters of which a record shall be ordered by the Association; shall have charge of the correspondence, including but not limited to:

- a. Notifying members of meetings and events;
- b. Notifying new members of their election to membership;
- c. Keeping a roll of the members of the Association with their addresses, phone numbers, and e-mail;
- d. Accept membership applications and issue membership cards;
- e. Preparing, printing, and mailing official Association ballots;
- f. Notifying Officers and Directors of their election to office;
- g. In the death, absence or incapacity of the President and Vice President, carrying out the duties and exercising the powers of the President; and
- h. Carrying out other such duties as prescribed in these bylaws.

**Section 3.4. Treasurer.** The Treasurer shall collect and receive all moneys due or belonging to the Association. Moneys shall be deposited in a bank designated by the board, in the name of the Association. The books shall at all times be accurate, up to date, and open to inspection by the membership. A report shall be given at every meeting of the condition

of the Association'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. In the event of the resignation, death or expulsion of the Treasurer, all moneys and account books of the Association shall be handed over to the Board of Directors until the office of Treasurer is filled. The President shall sign all checks during this interim period.

**Section 4. Resignations.** Any director may resign at any time by giving a written notice to the secretary of the club. Such resignation shall take effect at the time specified therein, and unless otherwise stated therein, the acceptance of such resignation shall not be necessary to make it effective.

**Section 5. 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 automatically by the Vice President and resulting vacancy in the office of Vice President shall be filled by the board.

**Section 6. Compensation.** The members of the board shall serve without compensation for time or labor but may be compensated for reasonable and necessary expenses.

## **Article V. Elections.**

**Section 1. Annual Election.** The election of Officers and directors shall be conducted by secret written ballot, except that if no nominations are received by the Secretary as provided in Article V, Section 2.4, no ballot will be necessary. In this case, the persons selected by the Nominating Committee will be declared elected by the Secretary at the annual meeting of the Association. If additional nominations have been made as provided in Article V, Section 2.4, the Chairperson of the Tally Committee shall report the results of the election at the annual meeting. The nominated candidate receiving the greatest number of votes for each office or position on the board shall be declared elected.

**Section 2. Nominations.** No person may be a candidate for an office or position on the Board who has not been nominated..

**Section 2.1 Nomination.** Any member in good standing may be nominated by any other member or members in good standing. Nominee must agree to nomination. Elections will occur at the annual meeting.

**Section 2.5. Counting The Ballots.** Ballots will be counted at the meeting.

**Section 2.6. Election Results.** Election results will be announced by the Secretary at the annual meeting of the Association.

**Section 2.7. Change of Officers and Board Members.** The newly-elected Officers and board members shall take office at the conclusion of the annual meeting at which they were elected. Each retiring Officer and board member shall turn over to his/her successor in office all properties and records relating to that office within 30 days after the election.

**Article VI. Contracts, Loans, Checks.**

**Section 1. Contracts.** The Board may authorize any Officer, agent or employee to enter into any contract or execute and deliver any instrument in the name of and on behalf of the Association.

**Section 2. Loans.** No loan shall be contracted on behalf of the Association, and no evidence of indebtedness shall be issued in its name unless authorized by a resolution of the Board of Directors. Such authority may be general or confined to specific instances.

**Section 3. Checks, Drafts, Etc.** All checks, drafts or other orders for the payment of money, notes or other evidence of indebtedness issued in the name of the Association shall be signed by the Association Treasurer, or such agent or employee of the Association and in such a manner as shall from time to time be determined by the board.

**Article VII. Committees.**

**Section 1. Appointing Committees.** The President shall each year appoint such standing committees as needed to advance the operation of the Association or to aid the board on particular projects. Such committees shall always be subject to the final authority of the Board.

**Section 2. Terminating Committee Appointments.** Any committee appointment may be terminated by the President upon full written notice to the appointee; and the President may appoint successors to those persons whose service has been terminated.

**Article VIII. Discipline.**

**Section 1. Suspension.** Any member who is suspended from the privileges of the Association shall be automatically suspended from the privileges of this Association 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 Association or the breed. Written charges with specifications must be filed in duplicate with the Secretary together with a deposit of \$25.00, which shall be forfeited if such charges are not sustained by the Board following a hearing. The 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 Association or the breed. If the Board considers that the charges do not allege prejudicial conduct, the Board may refuse to entertain jurisdiction. If the Board entertains jurisdiction of the charges, it shall fix a date for a hearing by the Board not less than three weeks nor more than six weeks thereafter. The 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 respondent may personally appear in his/her own defense and bring witnesses if he/she wishes.

**Section 3. Board Hearing.** The Board shall have complete authority to decide whether counsel may attend the hearing, but both complainant and respondent shall be treated uniformly in that regard. Should the charges be sustained after hearing all the evidence and testimony presented by complainant and respondent, the Board may by a majority vote of those present suspend the respondent from all privileges of the Association for not more than six months from the date of the hearing. If the Board 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 respondent's right to appear before his fellow members at the ensuing Association meeting which considers the board's recommendation. Immediately after the board 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 board's decision and penalty, if any.

**Section 4. Expulsion.** Expulsion of a member from the Association may be accomplished only at the annual meeting of the Association following a Board hearing and upon the Board's recommendation as provided in Section 3 of this Article. The respondent shall have the privilege of appearing in his or her own behalf though no evidence shall be taken to this meeting. The President shall read the charges, and the findings and recommendations, and shall invite the respondent, if present, to speak on his/her own behalf. The meeting shall then vote by secret written 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 suspension shall stand.

## **Article IX. Amendments.**

**Section 1. Proposing Amendments.** Amendments to the constitution and bylaws may be proposed by the Board of Directors or by written petition addressed to the Secretary signed by 20 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 the recommendations of the board by the Secretary for a vote at the time of the annual election subsequent to the date when the petition was received by the Secretary.

**Section 2. Publishing Proposed Amendments.** Proposed amendments must be mailed and include the recommendations of the board. The Secretary shall mail to each member in good standing a ballot listing all proposed amendments. Ballots may be mailed with a club newsletter. The same ballot form may be used for proposed amendments as for the annual election of Officers and board members.

**Section 3. Voting Procedures.** Proposed amendments to the constitution and bylaws shall be voted at the annual meeting.

**Article X. Dissolution.** The Association may be dissolved at any time by the written consent of not less than 2/3 of the members in good standing. In the event of the dissolution of the Association, whether voluntary or involuntary or by operation of law, other than for purposes of reorganization, none of the property of the Association nor any proceeds thereof nor any assets of the Association shall be distributed to any members of the Association, but after payment of the debts of the Association, its property and assets shall be given to a charitable organization for the benefit of dogs selected by the Board.

**Article XI. Parliamentary Authority.** The rules contained in the current edition of "Robert's Rules of Order, Newly Revised," shall govern the Association 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 Association may adopt.

**Article XIII. Certification.** We hereby certify that the foregoing Constitution and Bylaws, consisting of twenty-two pages, including this page, constitute the Bylaws of the Association, duly adopted by its Board of Directors at a meeting properly noticed and held, and at which a quorum was present on the September 6, 2008.

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Audrey Hsia, President

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Date

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Sally Barron, Vice-President

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Date

\_\_\_\_\_  
Tom Koler, Secretary

\_\_\_\_\_  
Date

\_\_\_\_\_  
Olivia Hsia, Treasurer

\_\_\_\_\_  
Date