

**BYLAWS OF THE
NORTH AMERICAN HUNTING RETRIEVER ASSOCIATION INC.**

Adopted and Effective December 16, 2015

Section 1: MEMBERSHIP and DUES

1.1 Conditions of Membership in NAHRA

Membership in NAHRA is a privilege and not a right and as such all prospective members shall make application for membership on the official NAHRA membership application form. Applications for membership or renewal of membership shall be submitted to the NAHRA office manager for review by the Secretary, or other office as the BOD may direct. In the case of any applicant whose character, reputation or conduct might make him an undesirable member, the Secretary shall refer the application to the E-BOD of the corporation for review; in all other cases, the Secretary shall have the authority to grant membership.

1.2 NAHRA Membership Types, Fees and Privileges

A. NAHRA will offer Five (5) Types of Memberships:

- Individual Membership
- Family Membership
- Youth Membership
- Sponsor Membership
- Club Membership

B. Membership Fees (dues) shall be established by the BOD and may be offered for multiple year periods and life memberships.

C. Membership privileges include:

- Receive a NAHRA membership card;
- Membership field test discount as detailed in Section 1.4;
- Receive members access to the NAHRA website and promotional materials published from time to time; and;

- The right to information regarding their dogs' points and titles gained by participation in NAHRA Field events. A nominal fee may be charged based on data form and frequency of request.

1.3 Clubs Hosting NAHRA Events

Clubs holding NAHRA Licensed or Sanctioned events must be member clubs in good standing.

1.4 Members Field Test Discount & Fees

All Field Test entrants must be members in good standing in order for points awarded at licensed events to be recorded at the discounted rate of \$8.00. Participants who are not members may have their points recorded by paying \$15.00 per entry.

1.5 Membership of Judges

Judges acting in their official capacity must be members in good standing in order to be approved to judge a field test.

1.6 Limitations of Membership Rights

Membership does not carry the right to vote upon any issues or orders that are not expressly identified by the Articles of Association, these Bylaws, or the E-BOD or full BOD. Members shall have no privileges expressed or implicit beyond those outlined in these Bylaws or in the Articles of Association.

1.7 Termination of Membership

Membership may be terminated as follows:

- A. Resignation
- B. Lapse of Dues payment: a member past due for renewal greater than 60 days shall be considered terminated and must submit a new request for membership.

- C. Suspension: Any person, who by his or her statements or actions interfere with NAHRA from achieving its mission of promoting and educating the public as to the value of retrievers as conservation animals and its program of evaluating retrievers, shall have their privileges revoked. Conduct prejudicial to this program, its clubs, judges and members shall result in disciplinary action as determined by the E-BOD, up to and including a lifetime ban from NAHRA and the privileges of membership.

Section 2: OFFICERS and DIRECTORS

2.1 Board of Directors

The North American Hunting Retriever Association (NAHRA) Board of Directors hereinafter referred to as the “BOD” or the “full BOD” shall consist of:

- The officers of the corporation (Executive Board of Directors),
- The Regional Directors.

2.2 The NAHRA Executive Board of Directors

The NAHRA Executive Board of Directors consists of the officers of the corporation, hereinafter referred to as the “E-BOD”, shall be comprised of the following:

- President,
- Vice President,
- Secretary,
- Treasurer,
- If desired by the BOD, up to two (2) Directors At Large may be selected who may serve in an advisory capacity. These Directors will be voting members of the E-BOD and the full BOD and will be nominated and selected using the same process as the other members of the E-BOD.

- A. No person shall be eligible for nomination as an E-BOD Member until after such person shall have been a member of the North American Hunting Retriever Association for at least two (2) years.
- B. The E-BOD, as officers of the corporation shall be responsible for developing, implementing and maintaining policies and procedures that further the business of the North American Hunting Retriever Association as prescribed by the Bylaws and Articles of Incorporation.
- C. The E-BOD is solely responsible for the general supervision and affairs of the corporation between its business meetings and serve as voting members of the BOD.
- D. The term of office for all E-BOD Members is three (3) years.
- E. The President, Secretary, and one Director at Large shall be seated every three years beginning in 2010; the Vice President, Treasurer, and one Director at Large will be seated every three years beginning in 2011.
- F. No person will serve in one specific E-BOD office for more than two (2) terms, excluding the balance of term served in accordance with Section 2.2 H.
- G. The E-BOD Member shall hold office until their successors are duly elected, they resign, or death. The office of an E-BOD Member shall be vacated in the following events:
 - 1. They resign their office in writing, under his hand, sent to or left at the NAHRA office;
 - 2. They become a mentally incompetent person or die;
 - 3. They are absent from three (3) consecutive meetings of the E-BOD or BOD without appropriate leave and all of the other E-BOD Members resolve at two (2) duly called meetings of the E-BOD held at least Thirty (30) days apart, that their office be vacated.
- H. If the President vacates their office they will be succeeded by the Vice President. If the Secretary vacates their office they will be succeeded by the

Treasurer. The Full BOD may fill any other vacancy on the E-BOD, or any vacated RD position, until the next regular election.

2.3 Selection of Executive Board of Directors

Prospective new E-BOD Members will be nominated by the BOD and will be selected by the current NAHRA Club Representatives. Each NAHRA Club, in good standing shall cast one official vote, in writing, directly to the NAHRA office.

- A. A Nominating Committee will be created 120 days prior to the election to assist the BOD in identifying qualified candidates. This Committee will be made up of four (4) persons with one serving as the Chairperson. Two (2) of the members shall be selected by the Regional Directors with the remaining two (2) selected by the E-BOD. The Chairperson of the Nominating Committee will be named from this group by the E-BOD. The Nominating Committee will be created no later than 30 September of the year preceding the election.
- B. The Nominating Committee will take recommendations (prospective E-BOD candidates) from the BOD only. Any NAHRA member in good standing may recommend nominations to their Regional Director. The Regional Director may advance the nominations beginning November 30th to the Nominating Committee, along with a recommendation concerning the nomination. These recommendations will be made in writing to the Nominating Committee along with supporting rationale also in writing. Nominations will close on December 14th; late nominations will not be accepted. The Nominating Committee members may make recommendations and confirm all nominees.
- C. The Nominating Committee shall give their priority selection to current members of the BOD. Next in priority are past members of the Board. Only if a sufficient slate cannot be created or if there is an individual who has qualifications that are of compelling need to the corporation will the Nominating Committee go beyond current and past members of the BOD. Any such nominations will be supported in writing.

- D. The Nominating Committee will provide the proposed slate, and/or alternative candidates for E-BOD Positions to the BOD no later than 20 December. If there is more than one nominee for a position, the Nominating Committee will request bios from the nominees. The Nominating Committee will publish bios and post on the NAHRA web site no later than December 28th.
- E. Regional Directors will establish a list of NAHRA Club Representatives for clubs in their Region, and provide that list to the Secretary/Home Office.
- F. The Nominating Committee will forward the proposed slate, and/or alternative candidates for E-BOD positions to the NAHRA Club Representatives via electronic ballot by January 15th.
- G. Each NAHRA Member Club in good standing at the time the Nominating Committee forwards the proposed slate will have one vote in the Executive Officer elections. The NAHRA Club Representatives will vote on the proposed slate, and/or alternative candidates for E-BOD positions by the 29th of January.
- H. The NAHRA home office will collect and tally all votes. The Nominating Committee will make notifications of all winners by February 12th. New Officers will take office on March 1st.

2.4 Regional Directors

One (1) Regional Director shall represent each region and shall be a voting member of the BOD.

- A. Call for nominations of Regional Directors shall begin in September of any year via the electronic means or any other reasonable means the E-BOD approves through the Nominating Committee. Nominations close December 14th; late nominations will not be accepted.
- B. All nominees are to submit biographies and answers to reasonable questions posed in writing, by the membership of the region within which the candidate is nominated where there is more than one candidate nominated no later than December 28th.

- C. The Nominating Committee will send out electronic ballots to all current NAHRA members in good standing in the Region(s) via email to those Region(s) where more than one candidate has been nominated by January 15th. Ballots are to be sent to all NAHRA members within that Region who are in good standing and votes are to be tallied by the NAHRA home office no later than January 29th of any year. The Nominating Committee will make notifications of all winners by February 12th.
- D. Each NAHRA member in good standing has one vote, except that family memberships have two (2) votes and youth members shall have no vote.
- E. Each Regional Director must reside in the region they represent during their term of office.
- F. Newly elected Regional Directors take office March 1st. A Regional Director's term shall be two (2) years and they may not serve more than two consecutive (2) terms.
- G. In the event a region fails to nominate and elect a regional director pursuant to these Bylaws, the E-BOD shall have the right to appoint a temporary Regional Director to serve the respective region.

Section 3: DELEGATION of DUTIES

3.1 President

The President shall serve as the presiding officer and spokesperson for the corporation. The President shall preside over all annual and regular meetings of the corporation. The President is responsible for the preservation and maintenance of the principles held by this corporation, including, but not limited to, the preservation of hunting retrievers, upholding the ethics of sportsmanship and fair dealing. The President shall have the authority to appoint any and all committees, as the President may deem necessary to carry out the interests and business of the corporation. The President is required to work closely with the Vice-President to insure the Vice-President is kept well informed.

3.2 Vice President

The Vice-President shall assist the President in directing, coordinating and furthering the goals of the corporation. In the absence of the President, the Vice-President shall succeed to the office of President. The Vice-President shall serve as acting Chairperson of the misconduct and discipline committee. All allegations of misconduct and/or un-sportsmanlike conduct shall be directed to the Vice-President who shall then apprise the BOD, in writing, of the allegations, the adjudication, and the disciplinary action, if any.

3.3 Secretary

The Secretary shall keep a record of all meetings of the corporation (E-BOD and full BOD) and of all matters of which a record shall be ordered by the corporation. The Secretary shall have charge of correspondence, notify members of the BOD members and the Office Manager of meetings, keep a roll of the members of the North American Hunting Retriever Association with their addresses, and carry out such other duties as are prescribed in these Bylaws. The Secretary will coordinate with the Office Manager and aid in the processing and approval of new clubs and members.

3.4 Treasurer

The Treasurer shall hold funds deposited and make disbursement within thirty (30) days of the receipt of appropriate and approved invoices and bills. The President, unless previously authorized in writing by the President, shall countersign all drafts on the corporation's accounts. The Treasurer is required to keep current a balance of the corporation's funds at all times. The Treasurer shall provide financial reports from time to time as required by the E-BOD. The Treasurer shall, at a minimum, provide the BOD a detailed quarterly financial accounting of the corporation. The Treasurer shall be responsible for preparing an annual financial accounting to be published to the membership. The Treasurer shall be bonded in an amount sufficient to protect the corporation from loss, as determined by the BOD.

3.5 Directors At Large

Directors At Large shall act as officers of the corporation and E-BOD Members pursuant to the Bylaws and Articles of Association. Officers At Large may be chosen for their particular skills or expertise as may be required in furthering the business and interests of the corporation. These officers will be voting members of the E-BOD and the full BOD and will be nominated and selected using the same process as other members of the E-BOD.

3.6 Regional Directors

Regional Directors shall be responsible for communication between the Board of Directors and all NAHRA members in their region regardless of club affiliation or not. Regional Directors shall serve as members of the Board of Directors during their term. Regional Directors are responsible for representing the interests of their respective regions in accord with the Bylaws and Articles of Association. Regional Directors shall coordinate with the club representatives in scheduling events. Regional Directors shall have the responsibility of reporting to the E-BOD allegations of misconduct brought to their attention.

3.7 Advisors

The E-BOD is entitled to select advisors and delegate duties and responsibilities to them, such as the full power and authority to purchase or otherwise acquire stocks, bonds, securities, and other investments on behalf of the corporation; and to sell, transfer, or otherwise dispose of the corporation's assets and properties at a time and for a consideration that the advisor deems appropriate. The BOD Members have no liability for actions taken or omitted by the advisor if the BOD Member acts in good faith and with ordinary care in selecting the advisor. The E-BOD may remove or replace the advisor, with or without cause.

Section 4: INTERESTED BOD MEMBERS

4.1 Contracts Among and Between

Contracts or transactions between the NAHRA Corporation, BOD Members and NAHRA members are not void or voidable solely for that reason. Nor are they void or voidable solely because the BOD Member is present at or participates in the meeting that authorizes the contract or transaction, or solely because the interested party's votes are counted for the purpose. However, the material facts must be disclosed to or known by the BOD, and adequate approval from disinterested parties must be obtained.

4.2 Compensation

BOD Members shall not receive salaries for their services. The BOD may adopt a resolution providing for payment to BOD Members for expenses of attendance, if any, for attendance at each meeting of the Board of Directors. Additionally, the BOD may authorize for payment expenses incurred by BOD Member in the execution of their official duties. A BOD Member may serve the Corporation in any other capacity and receive compensation for those services. Any compensation that the Corporation pays to a BOD Member shall be commensurate with the services performed and reasonable in amount.

4.3 Fiduciary Responsibility of the BOD

BOD Members shall discharge their duties, including any duties as committee members, in good faith, with ordinary care, and in a manner they reasonably believe to be in the best interest of the corporation. In the discharge of any duty imposed or power conferred on BOD Member, they may in good faith rely on information, opinions, reports, or statements, including financial statements and other financial data, concerning the corporation or another person that were prepared or presented by a variety of persons, including BOD Members and employees of the corporation, professional advisors or experts such as accountants or attorneys.

4.4 Duty to Avoid Improper Distributions

BOD Members who vote for or assent to improper distributions are jointly and severally liable to the corporation for the value of improperly distributed assets, to the extent that debts, obligations, and liabilities of the corporation are not thereafter paid and discharged. Any distribution made when the corporation is insolvent, other than in payment of corporate debts, or any distribution that would render the corporation insolvent is an improper distribution. A distribution made during liquidation without payment and discharge of or provision for all known debts, obligations, and liabilities are also improper.

BOD Members present at a board meeting at which the improper action is taken are presumed to have assented, unless they dissent on the record. The dissent must be filed with the Secretary before adjournment or mailed to the Secretary by registered mail immediately after adjournment. A BOD Member is not liable in voting for or assenting to an improper distribution if the BOD Member:

- (1) Relies in good faith and with ordinary care on information, opinions, reports, or statements, including financial statements and other financial data, prepared or presented by BOD Members or employees of the corporation; legal counsel, public accountants, or other persons as to matters the BOD Member reasonably believes are within the person's professional or expert competence;
- (2) While acting in good faith and with ordinary care, considers the assets of the corporation to be at least that of their book value; or,
- (3) In determining whether the corporation made adequate provision for payment, satisfaction, or discharge of all of its liabilities and obligations, relied in good faith and with ordinary care on financial statements or other information concerning a person who was or became contractually obligated to satisfy or discharge some or all of these liabilities or obligations.

Furthermore, BOD Members are protected from liability if, in the exercise of ordinary care, they acted in good faith and in reliance on the written opinion of an

attorney for the corporation. BOD Members who are held liable for an improper distribution are entitled to contribution from persons who accepted or received the improper distributions knowing they were improper. Contribution is in proportion to the amount received by each such person.

4.5 Balanced Budget of the Corporation

The BOD has a duty to maintain a balanced budget of the corporation. Expenses, other than fixed expenses, that result in a variance over 5% of the approved budget require a majority approval of the BOD.

Section 5: MEETINGS

5.1 Full BOD Meetings

A general meeting of the full BOD shall be held quarterly, approximately every four (4) months, at such time and place as may be prescribed by the E-BOD.

- A. One general meeting of the Full BOD shall be held annually in the month of February to seat the new BOD. This general meeting shall be called "Annual Meeting".
- B. Other general meetings shall be called "general meetings", and may be called by the E-BOD as necessary.
- C. Meetings of the BOD are restricted to BOD Members and are not open to the membership at large.
- D. At least thirty (30) days' notice (inclusive of the day on which the notice is served or deemed to be served and of the day for which the notice is given) shall be given of General Meetings specifying the place, day and hour of meeting.
- E. A General Meeting may be convened upon shorter notice than Thirty (30) days, provided that the consent of all the BOD Members for the time being, is given in writing, facsimile, or other electronic transmission, either before or after the holding of the meeting. Such consent shall be deemed to have

- been sufficiently given by the signature of all the BOD Members to the minutes of any General Meeting called upon less notice than Thirty (30) days, or without notice.
- F. The BOD may hold a meeting by telephone conference call video conferencing or any other electronic means in which all persons participating in the meeting can hear and/or see each other. The notice of a meeting by telephone conference must state that the meeting will be held by telephone as well as all other matters required to be included in the notice. Participation of a person in a conference call meeting constitutes presence at the meeting.
 - G. In cases of special business, the general nature of such business shall be given to the BOD Members entitled to attend such meetings.
 - H. The accidental omission to give notice to, or the non-receipt of a notice by a BOD Member shall not invalidate any resolution passed or any of the proceedings at any such meeting.

5.2 Proceedings at General Meetings

- A. A quorum (greater than 50 percent) of the BOD Members is required to execute the business of the Corporation.
- B. The President shall serve as the Chairperson of the General Meetings of the BOD. If the President is unavailable to act as Chairperson the framework of Section 2.2 H shall be used to select a Chairperson for that specific meeting.
- C. The Secretary or NAHRA Office manager shall prepare a written meeting report. A meeting report will be prepared and forwarded for distribution within thirty (30) days of the meeting.
- D. Any BOD Member entitled to be present and vote at a meeting may submit any motion to the meeting.
- E. The Chairperson shall allow for reasonable discussion and analysis of the motion.

- F. Every motion submitted to a General Meeting shall be decided by a roll call vote of the BOD Members in person or by proxy.
- G. Proxy must be assigned at the beginning of the meeting and be noted in the meeting report.
- H. The President shall not cast a vote, other than as provided by 5.2 G and J.
- I. Motions will be decided by a simple majority.
- J. In the case of an equality of votes, the President shall be entitled to cast the deciding vote.

5.3 E-BOD Meetings

A meeting of the E-BOD shall be held as necessary, at such time and place as may be prescribed by the E-BOD.

5.4 Decisions without Meetings

Any decision required or permitted to be made at a meeting of the E-BOD or Full BOD may be made without a meeting.

- A. A decision without a meeting may be made if a written consent to the decision is signed by all of the persons entitled to vote on the matter.

Failure to submit a written consent after seven (7) days from receipt of the matter is deemed consent by the respective BOD Member. In emergency cases the President may shorten the required response time to three (3) days.

Section 6: TRANSACTIONS OF THE CORPORATION

The Board of Directors may authorize any officer or agent of the Corporation to enter into a contract or execute and deliver any instrument in the name of and on behalf of the Corporation. This authority may be limited to a specific contract or instrument or it may extend to any number and type of possible contracts and instruments.

6.1 Deposits

All funds of the Corporation shall be deposited to the credit of the Corporation in banks, trust companies, or other depositories that the BOD selects.

6.2 Gifts

The BOD may accept on behalf of the Corporation any contribution, gift, bequest, or devise for the general purposes or for any special purpose of the Corporation. The BOD may make gifts and give charitable contributions that are not prohibited by the Bylaws, the Articles of Incorporation, state law, and any requirements for maintaining the Corporation's federal and state tax status.

6.3 Potential Conflicts of Interest

The Corporation shall not make any loan to a BOD Member of the Corporation. A BOD Member may lend money to and otherwise transact business with the Corporation except as otherwise provided by the Bylaws, Articles of Incorporation, and all applicable laws. Such a person transacting business with the Corporation has the same rights and obligations relating to those matters as other persons transacting business with the Corporation. The Corporation shall not borrow money from or otherwise transact business with A BOD Member of the Corporation unless the transaction is described fully in a legally binding instrument and is in the best interests of the Corporation. The Corporation shall not borrow money from or otherwise transact business with a BOD Member the Corporation without full disclosure of all relevant facts and without the approval of the BOD, not including the vote of any person having a personal interest in the transaction.

6.4 Prohibited Acts

As long as the Corporation is in existence, the Corporation SHALL NOT:

- A. Do any act in violation of the Bylaws or a binding obligation of the Corporation?

- B. Do any act with the intention of harming the Corporation or any of its operations.
- C. Do any act that would make it impossible or unnecessarily difficult to carry on the intended or ordinary business of the Corporation.
- D. Receive an improper personal benefit from the operation of the Corporation.
- E. Use the assets of this Corporation, directly or indirectly, for any purpose other than carrying on the business of this Corporation.
- F. Wrongfully transfer or dispose of Corporation property, including intangible property such as good will.
- G. Use the name of the Corporation (or any substantially similar name) or any trademark or trade name adopted by the Corporation, except on behalf of the Corporation in the ordinary course of the Corporation's business.
- H. Disclose any of the Corporation business practices, trade secrets, or any other information not generally known to the business community to any person not authorized to receive it.

Section 7: COMMITTEES

The BOD may establish committees to advance the interests of NAHRA. Such committees may be convened to conduct specific events, develop procedures, etc. The selection and establishment of these committees will be entirely under the purview of the BOD and will serve a finite time period and may be disbanded by the vote of the BOD. Any committee so formed shall, in the exercise of the powers so delegated, conform to any regulations that may be imposed upon it by the BOD. A committee must consist of one or more BOD Member.

7.1 Duties and Scope

The duties, scope and requirements of a committee shall be outlined and discharged by motion of the BOD.

7.2 Committee Chairperson

A committee may elect a Chairperson of their meetings, and if no such Chairperson is elected, or if at any meetings they are not present within fifteen minutes after the time appointed for holding the same, the BOD Member present shall choose one of their numbers to be Chairperson of such meeting.

7.3 Committee Meetings

The Committees may meet as they think proper in meeting their obligations to the BOD. Questions arising at any meeting shall be presented to the BOD and determined by a majority of votes of the BOD Members present, including a presentation by electronic means.

7.4 Presidential Discretion

The President shall have the power to replace or remove any committee member with or without cause only with the approval of the BOD.

Section 8: BOOKS AND RECORDS

The Corporation shall keep correct and complete books and records of account.

8.1 Required Records

The Corporation's books and records shall include:

- A. A file-endorsed copy of all documents filed with the Secretary of State relating to the Corporation, including, but not limited to, the Articles of Incorporation, and any articles of amendment, restated articles, articles of merger, articles of consolidation, and statement of change of registered office or registered agent.
- B. A copy of the Bylaws, and any amended versions or amendments to the Bylaws.

- C. Minutes of the proceedings of the BOD, and committees having any of the authority of the BOD.
- D. A list of the names and addresses of the BOD Members.
- E. A financial statement showing the assets, liabilities, and net worth of the Corporation at the end of the three most recent fiscal years.
- F. A financial statement showing the income and expenses of the Corporation for the three most recent fiscal years.
- G. All rulings, letters, and other documents relating to the Corporation's federal, state, and local tax status.
- H. The Corporation's federal, state, and local information or income tax returns for each of the Corporation's 3 (three) most recent tax years.

8.2 Financial Statement to Membership

The corporation shall publish to the membership a financial accounting of the corporation at least once per year.

Section 9: INSPECTION and COPYING

Any BOD Member of the Corporation may inspect and receive copies of all books and records of the Corporation required to be kept by the Bylaws. Such a person may inspect or receive copies if the person has a proper purpose related to the person's interest in the Corporation and if the person submits a request in writing. A person entitled to inspect the Corporation's books and records may do so at a reasonable time no later than thirty working days after the Corporation's receipt of a proper written request. The BOD may establish reasonable fees for copying the Corporation's books and records by BOD Members. The fees may cover the cost of materials and labor, but may not exceed two dollars per page. The Corporation shall provide requested copies of books or records no later than thirty working days after the Corporation's receipt of a proper written request.

Section 10: FISCAL YEAR

The fiscal year of the Corporation shall begin on the first day of January and end on the last day in December in each year.

Section 11: AMENDMENTS TO BYLAWS

The Bylaws may be altered, amended, or repealed and new Bylaws may be adopted pursuant to a 75% majority vote of the Full BOD. The notice of any meeting at which the Bylaws are altered, amended, or repealed, or at which new Bylaws are adopted shall include the text of the proposed bylaw provisions as well as the text of any existing provisions proposed to be altered, amended, or repealed. Alternatively, the notice may include a fair summary of those provisions.

Section 12: MISCELLANEOUS PROVISIONS

12.1 Governing State Law

The Bylaws shall be construed in accordance with the laws of the State of incorporation.

12.2 Legal Reference

All references in the Bylaws to statutes, regulations, or other sources of legal authority shall refer to the authorities cited, or their successors, as they may be amended from time to time.

12.3 Legal Construction

If any bylaw provision is held to be invalid, illegal, or unenforceable in any respect, the invalidity, illegality, or unenforceability shall not affect any other provision and

the Bylaws shall be construed as if the invalid, illegal, or unenforceable provision had not been included in the Bylaws.

12.4 Heading

The headings used in the Bylaws are used for convenience and shall not be considered in construing the terms of the Bylaws.

12.5 Gender Neutral Context

All gender related words, and context, in the Bylaws shall be deemed to include both the male and female or neuter gender form, all-singular words shall include the plural, and all plural words shall include the singular.

12.6 Parties Bound

The Bylaws shall be binding upon and insure to the benefit of the BOD, members, employees, and agents of the Corporation and their respective heirs, executors, administrators, legal representatives, successors, and assigns except as otherwise provided in the Bylaws.

Section 13: MISCONDUCT and DISCIPLINARY ACTIONS

All members are required to conduct themselves in a sportsmanlike manner and abide by the rules currently in force in connection with their association with the corporation or licensed or club event, including the NAHRA Code of Conduct. "In connection with" is interpreted to mean any incident where the parties involved are present because of the business of the corporation or event. This can include, but is not limited to, incidents occurring on the test grounds, at events relative to the test, such as banquets, dinners, hotels.

13.1 Allegations of Misconduct

All allegations of misconduct must be brought to the attention of the Vice-President and E-BOD within 48 hours of the alleged incident.

13.2 Written Report

Within 7 days, the complaining party or parties must provide the Vice-President with a written report of the incident, complete with documentation, witnesses, and names of field test committee members.

13.3 Investigation

Upon receipt of the written report, the Vice-President shall form a committee and commence an investigation if so directed by the E-BOD; otherwise the Vice-President will conduct the investigation, while keeping the E-BOD informed.

13.4 Disclosure of the Alleged Misconduct

The Committee shall apprise the defendant of the charges against him and afford that person the opportunity to present their case in writing.

13.5 Hearing and Adjudication Process

If requested by the defendant, a hearing shall be conducted wherein the Vice-President shall serve as the Trier of Fact. A decision on the matter will be decided by a majority vote of the investigating committee members or the E-BOD and written notice provided to the defendant.

13.6 Disciplinary Action

If the defendant is found guilty of the allegations, the defendant may be subject to penalties as prescribed by the BOD. This can include reprimand, prohibition from attending licensed events, suspension of membership benefits and/or expulsion from the association.

13.7 Restitution and Restoration of Privileges

A defendant suspended or expelled from the association may apply for reinstatement or restoration of privileges upon paying a fee to be determined by the BOD in addition to membership fees.

13.8 Field Test Committee Powers

The test committee is deemed to carry the powers and obligations of the corporation and the corresponding duty to deal with misconduct that may occur in connection with an event. As such, the test committee may suspend any person's privileges in connection with the event, including attending the event. This can only be accomplished after notification to the Vice-President, or another E-BOD Member.