
Issued May, 2022

By-Laws of Ohio Region of NSTRA - INC

A not-for-profit organization incorporated in the State of Ohio.

ARTICLE I – NAME

The legal name of the not-for-profit organization is Ohio Region of NSTRA INC and shall herein be referred to as the “Organization.”

ARTICLE II – PURPOSE

The general purposes for which this Organization has been established are as follows:

- A. Extend the enjoyment for the upland game hunter and their dog through organized field trial competition under the guidance and rules of the National Shoot-to-Retrieve Association Inc. (NSTRA)
- B. To promote the objectives and goals of the National Shoot-To-Retrieve Field Trial Association, Inc. in Ohio and surrounding regions, including gun safety, and hunting dog training.
- C. Establish field trails schedules and conduct field trials in accordance with the rules of the National Shoot-To-Retrieve Field Trial Association, Inc. The schedule shall include an annual Ohio Region Elimination Field Trial to determine the entrants from the Ohio- Region eligible for the National "Dog of the Year" Trial.
- D. Promote good fellowship, socialization, and sportsmanship among the membership.
- E. To do all things necessary, useful, and incidental to the activities and purposes herein set forth, and to have all other legal powers permitted general not-for-profit organizations by the laws of the State of Ohio.

ARTICLE III - MEMBERSHIP

SECTION 1. ELIGIBILITY: Membership in the organization shall consist of individuals in good standing, who subscribe to and fully support the objectives and goals as set forth in the Ohio Region by-laws, and the field trial rules and guideline governing recognized field trials as determined by the National Shoot-to-Retrieve Association, Inc. Membership into the Ohio Region of NSTRA INC shall be granted to any individual meeting membership requirements, including payment of any dues due to the National Shoot-To-Retrieve Field Trial Association.

SECTION 2. VOTING RIGHTS: Each member in good standing shall be entitled to one vote on each matter submitted to a vote of the members. Members shall not vote by proxy.

SECTION 3. DISCIPLINE: Any Organization disciplinary action must be coordinated and approved by the National Officers. Disciplinary action may be initiated on the Regional or National level. Any member proven to be guilty of practicing or using unfair or dishonest methods of entering or handling in any recognized competition, or who knowingly commits an intentional act which shall tend to injure the honest character or reputation of a fellow member, or to disturb the harmony or function of the Association may be subject to discipline. Any member who is expelled from the privileges and activities of the National Shoot-to-Retrieve Association Inc automatically shall be expelled from the

privileges and activities of the Organization for a like duration. In all cases, the accused shall be given the opportunity to defend themselves at all levels.

SECTION 4. PARTICIPATION: All members of the Organization must be current members in good standing of the National Shoot-to-Retrieve Association, Inc. to judge a NSTRA recognized field trial, to be a field marshal, to enter a dog in a trial, to handle or gun in a trial, or to be a chairperson of a recognized NSTRA field trial.

ARTICLE IV – BOARD of DIRECTORS

SECTION 1. GENERAL POWERS AND RESPONSIBILITIES: The Organization shall be governed by a Board of Directors which shall have all rights, powers, privileges, and limitations of liability of directors of a non-profit corporation organized in the State of Ohio. The Board shall establish policies and practices governing the business of the organization and delegate to the office of the President authority and responsibility to see that the policies and practices are appropriately followed, subject to the provisions of these By-laws.

SECTION 2. NUMBER AND QUALIFICATIONS: The board of directors shall consist of six organization members in good standing. Additionally: the officers of the Corporation, President, 1st Vice-President, 2nd Vice-President Secretary, and Treasurer shall also be organization members in good standing. The numbers of Board of Directors may be increased or decreased by amendments of this Section, provided that the number of Directors shall not be less or more than required by the statutes of the State of Ohio.

SECTION 3. TENURE: Board of Directors shall be elected by the membership to serve for a term of two (2) years from their election, or until their successors are elected and qualified.

SECTION 4. NOMINATION of DIRECTORS and OFFICERS: No later than 90 days prior to the annual Ohio Region Elimination Trial, the President shall request from the Organization members the nominations of candidates for Board of Director and Officer positions to be filled. In addition, Board of Directors may nominate candidates. All candidates must be members in good standing and willing to accept the nomination. The election of Board of Directors and Officers shall be made by the organization membership from the candidate nominations.

SECTION 5. VACANCIES: Any vacancy on the Board of Directors may be filled by the affirmative vote of a majority of the remaining Directors, even if such remaining directors be less than a quorum of the Board. A director so elected to fill a vacancy shall complete the unexpired term of his or her predecessor in office. If additional Directors are to be elected to increase the size of the Board, this shall be done by election at the annual meeting of the membership.

SECTION 6. COMPENSATION: Directors shall not receive any compensation in the form of salaries or wages for their services as Directors. However, nothing herein contained shall be construed to preclude any Director from serving the Organization in any other capacity and receiving reasonable compensation, therefore.

SECTION 7. REMOVAL: Any Director may be removed from office by a two- thirds (2/3) vote of the membership at any regularly scheduled meeting or special meeting called specifically for that purpose.

ARTICLE V – OFFICERS

SECTION 1. OFFICERS: The officers of the Organization shall consist of a President, a 1st Vice-president, 2nd Vice President, a Secretary, and a Treasurer. Any two or more offices may be held by the same person except for the offices of President and Secretary. Officers must be members of the

Board of Directors.

SECTION 2. ELECTION and TERM of OFFICE: Officers shall be elected by the membership to serve for a term of two (2) years from their election, or until their successors are elected and qualified. Thereafter officers shall be elected biennially by the membership to serve for a term of two (2) years from their election, or until their successors are elected and qualified.

SECTION 3. VACANCIES: Vacancies may be filled by the Board of Directors at any meeting of the Board of Directors by an affirmative vote of a majority of the remaining directors, even if such remaining directors be less than a quorum of the Board. An officer elected to fill a vacancy shall complete the unexpired term of his or her predecessor in office.

SECTION 4. REMOVAL: Any officer may be removed from office by a two-thirds (2/3) vote of the membership at any regularly scheduled meeting or special meeting called specifically for that purpose.

SECTION 5. PRESIDENT: The President shall serve as a director of National Shoot-to-Retrieve, Inc. and attend and represent the Organization at meetings of the National Shoot-to-Retrieve Association, Inc. The President shall preside at all meetings of the Organization and shall act as Chairman of the Board. The President shall have general supervision over the affairs of the Organization, shall appoint special committees as needed and shall keep fully informed as to the acts of all officers, committees, and all matters pertaining to the Organization, and shall see to the enforcement of its laws and rules. The president will be responsible for maintaining the Region field trial schedule. The President will provide the National organization with spring and fall schedules in accordance with established NSTRA policy and deadlines. The preparation of the fall schedule will be the responsibility of the newly elected president each year. The President shall perform all other duties that may be assigned to him by the Board of Directors. The President shall have all such powers as may reasonably be construed as belonging to the chief executive of a not-for-profit organization in the State of Ohio.

SECTION 6. 1st VICE PRESIDENT: The Vice President shall perform the duties of the President in the absence of the President or in the event of the President's inability or refusal to act.

SECTION 7. 2nd VICE PRESIDENT: The 2nd Vice President shall perform the duties of the President in the absence of the President and First Vice-President or in the event of their inability or refusal to act.

SECTION 8. SECRETARY: The Secretary shall keep minutes and records of the Organization. The Secretary shall maintain necessary and appropriate files of current information as well as the historical reference. The Secretary shall ensure all notices are given in accordance with these By-Laws or as provided by law, keep a list of all members and their mailing addresses. The Secretary shall provide the National Office with the owner's name and dog's registered name, of the regional semi-finalists, along with the numbers of semi-finalists being predetermined by the officers and Board of Directors of the National Association, for the National Dog of the Year trial. The Secretary shall maintain all social media accounts. The Secretary shall perform the duties of the President in the absence of the President and 1st and 2nd Vice Presidents, or in the event of their inability or refusal to act.

SECTION 9. TREASURER: The Treasurer shall collect, deposit, and dispense all monies of the Organization. At the annual meeting of the Organization, the treasurer shall present a verbal report of the financial transactions of the Organization during the current year and file a written report with the President for the Organization's files. The Treasurer shall perform the duties of the President in the absence of the President and 1st and 2nd Vice Presidents and Secretary, or in the event of their

inability or refusal to act.

ARTICLE VI – MEMBERSHIP MEETINGS

SECTION 1. ANNUAL MEETING: An annual meeting of the Members shall be held in conjunction with the Ohio Region Elimination trial of each year for the purpose of electing officers and directors and for the transaction of such other business as may come before the meeting. At this annual meeting, the membership shall vote on the system for determining the Ohio Regions representation at the National Invitational Dog of the year trial in compliance with established guidelines of the National Shoot-to-Retrieve Association, Inc. The President shall preside over this meeting and determine the time and place.

SECTION 2. SPECIAL MEETING: Special meetings of the members may be called either by the President, the Board of Directors, or not less than twenty five percent (25%) of the members.

SECTION 3. NOTICE OF MEETING: Notice stating the place, date, and time of any annual or special meetings of members shall be provided to each member not less than seven (7) nor more than sixty (60) days before the date of any such meeting. The purpose for which the meeting is called shall be stated in the notice.

SECTION 4. QUORUM: At least fifteen percent (15%) of the membership must be present at any membership meeting before business may be conducted. However, if a quorum is not present, a majority of the members present at the meeting may adjourn the meeting from time to time without further notice.

SECTION 5. VOTING: At all meetings, the membership will vote by a show of hands. Each member in good standing shall be entitled to one vote at any meeting of the members of the Organization at which he or she is present. Voting by proxy will not be permitted at any meeting or election.

ARTICLE VII – BOARD OF DIRECTORS MEETINGS

SECTION 1 REGULAR MEETING: A regular annual meeting of the Board of Directors shall be held without other notice than these By-Laws, before or after and at the same place as, the annual meeting of members.

SECTION 2. SPECIAL MEETING: Special meetings of the Board of Directors may be called by, or at the request of the President or any two (2) Directors.

SECTION 3. NOTICE: The Board of Directors shall be notified at least five (5) days before the meeting.

SECTION 4. QUORUM: A majority of the Board of Directors shall constitute a quorum for the transaction of business at any meeting of the Board. If less than a majority of the Directors are present at said meeting, a majority of the Directors present may adjourn the meeting to another time without further notice.

ARTICLE VIII - WAIVER OF NOTICE

Whenever prior notice is required to be given before any meeting, attendance at such meeting shall constitute a waiver of notice, except where person(s) attend a meeting for the express purpose of

objecting to the transaction of any business because the meeting was not lawfully called or convened.

ARTICLE IX - AMENDMENTS

These By-Laws may be amended or repealed by an affirmative vote of at least two-thirds (2/3) of the membership.

ARTICLE X – DISSOLUTION

The Organization may be dissolved by the affirmative vote of at least two-thirds (2/3) of those present at a meeting of the membership called for the purpose of acting upon such amendment (provided a quorum is present). In the event of the dissolution of the Organization, whether voluntary, involuntary or by operation of law, none of the properties of the Organization nor any proceeds thereof nor any assets of the Organization shall be distributed to any members of the Organization. After payment of the debts of the Organization, its property and assets shall be given to a charitable organization selected by the Board of Directors.

ARTICLE XI - INDEMNIFICATION

The Organization shall indemnify every officer and director, his or her heirs, executors, administrators and assigns, against expenses reasonably incurred by him or her in connection with any action, suit or proceedings which he or she may be made a party by reason of his or her being or having been a director or officer of the Organization, or, at its request, of any other organization of which it is a stockholder or creditor and from which he or she is not entitled to be indemnified, except in relation to matters as to which he or she shall be finally adjudged in such action, suit or proceeding to be liable from misconduct; in the event of a settlement, indemnification shall be provided only in connection with such matters by the settlement as to which the Organization is advised by counsel that the person to be indemnified did not commit such a breach of duty. The foregoing right of indemnification shall not be exclusive of other rights to which he or she may be entitled.