

Constitution

ARTICLE 1

Name and Objectives

Section 1. The name of the club shall be The Irish Setter Club of Canada, which may be abbreviated to ISCC, and shall be referred to throughout this constitution and by-laws as the Club.

Section 2. The objectives of the Club shall be:

- (a) to encourage and promote the breeding of purebred Irish Setters (the breed) and to do all possible to bring their natural qualities to perfection;
- (b) to encourage the organization of independent local, and Regional Irish Setter, All-Setter and Tri-Setter Clubs.
- (c) to act as a national focus for all aspects of the encouragement and promotion of the breed, between the CKC and regional and local clubs and to maintain contact with other international Irish Setter Clubs;
- (d) to propose, amend and define a Standard for the breed, in consultation with local and regional clubs, subject to approval of the CKC;
- (e) to encourage members and breeders to accept the Standard of the Breed as approved by the CKC as the only Standard of excellence by which Irish Setters shall be judged;
- (f) to do all in its power to protect and advance the interests of the breed and to encourage sportsmanlike competition at dog shows, field events and obedience trials;
- (g) to sponsor and or conduct specialty shows, field events, obedience trials, sanctioned matches, and other related events, under the rules of the CKC, where appropriate.

Section 3. The Club shall not be conducted or operated for profit and no part of any remainder or residue from dues or donations to the Club shall benefit 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 objectives.

BY-LAWS

ARTICLE 1

Membership

Section 1. Eligibility. The following shall be eligible for membership;

- (a) Individual Members, open to all persons eighteen years of age and older.
- (b) Family Members, open to any two related or unrelated adults living in the same household and any minor children, ages ten to eighteen, of either, residing with them. All are eligible to compete for Annual Trophy Awards. Children under eighteen years of age are not eligible to vote or hold office as an Officer, Director, or Coordinator. Only one subscription of the Paw Prints News Letter or other Club notices will be sent per Family Membership.
- (c) Junior Members, open to all persons ten to eighteen years of age. Junior members are eligible to compete for the Annual Trophy Awards, but are not eligible to vote or hold office as an Officer, Director or Coordinator.
- (d) Associate Members, open to all persons over ten years of age, who have been sponsored by a breeder, upon the receipt of an Irish Setter. This type of membership is valid for the remainder of the Club year and may not be renewed. An associate member is not eligible to vote or hold office as an Officer, Director or Coordinator.

(e) Honorary Life Members may be created by a majority vote of The Board of Directors, from among the general membership. An Honorary Life Member shall have made a substantial contribution to the betterment of the breed, as determined by the Board. Such Honorary Life Membership shall be non-voting, unless the individual continues to pay annual Club Membership dues. All members must be in good standing with the CKC and subscribe to the objectives of the ISCC.

Section 2. Dues. Annual membership dues for each type of membership, payable on or before the first day of April each year, shall be established by a majority vote of the Officers and Directors of the Club, not later than October of the preceding year. During the month of November, the Treasurer shall send to each member a statement of their dues for the ensuing year.

Only qualified members, in good standing and whose dues are paid for the current year, may vote.

Section 3. Election to membership. Each applicant for membership shall apply on a form approved by the Board of Directors which shall provide that the applicant agrees to abide by this constitution and by-laws and the rules of the CKC. This constitution and bylaws and the application criteria of the CKC shall be provided to an applicant with the application form. The application shall state the name and address of the applicant and it shall carry the endorsement of one member of the club. Accompanying the application the prospective member shall submit dues in payment for the current year.

Applicants may be elected based upon the endorsement, and approval by 3/4 of the Board of Directors at any executive meeting or 3/4 of the entire Board of Directors voting by telephone or by mail.

An application which has received a negative vote by the Board may be presented by the applicant's endorser either in writing or in person at the next meeting of the Club and the Club may elect such applicant by favorable vote of 90% of the members present. Alternately the endorser may present a petition by mail to the entire Club membership, through the Club Secretary, and the Club may elect the applicant with a favourable written vote of 90%, of those who respond.

Section 4. Termination of Membership. Memberships may be terminated:

(a) by resignation. Any member in good standing may resign from the Club upon written notice to the Secretary; Resignation will not be considered a release from a 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 to have lapsed and will be automatically terminated if such member's dues remain unpaid by the 1st of May of any year. 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 expelled from the Club as provided in Article VI of these consitution and by-laws.

ARTICLE II Meetings

Section 1. Annual Meeting. The annual meeting of the Club shall be held, if practical, in conjunction with the Canadian National Specialty Show, at a place, date and hour designated by the Board of Directors. Written notice of the annual meeting shall be mailed by the Secretary to each member at least 60 days prior to the date of the meeting. The quorum for the annual meeting shall be 10% of the members in good standing or 20 members, whichever is less.

Section 2. Special Club Meetings. Special Club meetings may be called by the President or by a majority vote of the members of the Board of Directors who are present at a meeting of the Board or who vote by mail, or shall be called by the Secretary upon receipt of a petition signed by 10% of the members of the Club who are in good standing. Such meetings shall be held at such place, date and hour as may be designated by the Board of Directors. Written notice of such meetings shall be mailed by the Secretary at least 30 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 10% of the members in good standing or 20 members, whichever is less. In the case of a special meeting called solely for the purpose of electing officers in accordance with Article IV, Section 4, the requirement for a quorum may be waived.

ARTICLE III

OFFICERS, REGIONAL DIRECTORS AND COORDINATORS

Section 1. Board of Directors. The Board shall be comprised of the President, Vice President, Secretary, Treasurer, immediate Past President and the Regional Directors from the five Regions defined by the CKC (Maritimes, Quebec, Ontario, Prairies, and British Columbia). All members must be in good standing and must be residents of Canada. They shall be elected as provided for in Article IV, and shall serve until their successors are elected. The immediate Past president shall serve as a voting member for two years, beginning with the the election of a new President and continuing until the next regularly elected President takes office. In the event that the office of Past President is vacated, it shall remain vacant until regularly filled by succession to this office. General management of the Club's affairs shall be entrusted to the Board of Directors.

In the interests of continuity and assurance of varied representation, the members of the Board of Directors shall be elected to two year terms. The President and Vice President shall not be eligible for more than three (3) successive terms.

Section 2. Officers. The Club's Officers, consisting of President, Vice-President, Secretary, and Treasurer shall serve in the respective capacities both with regard to the Club and its meetings.

(a) The President shall preside at all meetings of the Club and 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 President in case of the President's death or incapability.

(c) The Secretary shall keep a record of all meetings of the Club and of the Board and of all votes taken by mail, and of all matters for which a record shall be ordered by the board. The Secretary shall have charge of the correspondance, notify members of meetings, notify Officers and Regional Directors of their election to office, keep a roll of the Members of the Club with their addresses, and carry our other such duties as are prescribed in the by-laws.

(d) The Treasurer shall collect and receive all moneys due or belonging to the Club. The Treasurer shall deposit the same in a bank approved by the Board, in the name of the Club. The Treasurer's books shall at all times be open to inspection of the members. The Treasurer shall report to the Board, on a quarterly basis the condition of the Club's finances and every item of receipt or payment not before reported. At the annual General Meeting the Treasurer shall render an account of all monies received and expended during the previous fiscal year. The Treasurer shall be bonded in such amount as the Board shall determine. The Club's accounts shall be subject to such audits and disbursement regulations as prescribed by the Board. The Treasurer shall ensure that signing authority for the Club's funds are changed prior to the change of appointment of any Officer of the Club who has signing authority.

Section 3. Regional Directors. The Regional Director has the responsibility to be the Club's focal point for all matters in his/her area. Their primary function is the coordination between individuals and regional and local clubs and other members of the Irish Setter Club of Canada's executive. This appointment also acts as an inter region and local conduit for ideas, issues, and information. The Regional Director is assisted by regional co-ordinators for the various aspects of Club activity. See the responsibilities of the National Coordinators below.

Section 4. National Coordinators. National Coordinators will be appointed by the Board to coordinate the following subject areas: Rescue, Promotion/Advertising, PAW PRINTS (club newsletter); Membership, and Club sponsored Shows, Obedience Trials, and Field Events. The Coordinator, where appropriate, is the single point of contact with the CKC or AKC or other clubs on their subject area. They should be assisted by Regional Coordinators, responsible to the Regional Director, who can make contact with local and regional clubs and/ or individuals to acquire a national view on any issue or to assist in the passage of information.

Section 5. Vacancies. Any vacancies occurring on the Board or among the Officers during the year shall be filled until the next election by a majority vote of all members of the Board.

ARTICLE IV

The Club Year, Voting, Nominations, Elections

Section 1. Club Year. The Club's fiscal year shall begin on the 1st Day of April and end on the 31st Day of March. The elected Officers and Directors shall take office on 1 September and each retiring officer/director shall turn over to his/her successor in office all properties and records by 1 October. This will permit an audit of the books of account and introduction of the new executive at the annual general meeting which should coincide with a major event during the summer months.

Section 2. Voting. At the annual meeting of the Club, voting shall be limited to those members in good standing who are present at the meeting, except that on the following matters voting shall be by written ballot either cast by mail and received by the Secretary prior to the meeting or delivered in person by the voting member, at the meeting:

- (a) Amendments to the Constitution and by-laws of the Club.
- (b) Amendments to the Standard of the Breed.

Voting on amendments to this constitution and by-laws and to the Standard for the Breed may be at an annual general meeting or a special meeting of the Club, as provided above, or by mail ballot only as provided in Article VII.

The Board of Directors, in its discretion, may submit other questions for decision of the members by written ballot cast by mail.

Except as stated otherwise in this constitution and by-laws, all decisions shall be made by a simple majority of votes cast. Each dues paying member in good standing, other than Junior and Associate members, is entitled to one vote.

Section 3. Nominations and Ballots. No person may be a candidate in a Club election who has not been nominated in accordance with these by-laws. A Nominating Committee shall be chosen by the Board of Directors on or before February 1st. The committee shall consist of five members and two alternatives, 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 chairperson for the committee. At least one and not more than two members of the Nominating Committee shall be chosen from each of the Regions of Canada, as defined by the CKC. The Nominating Committee may conduct its business by mail or any other means of communication.

The Nominating Committee shall nominate from among the eligible members of the Club, one candidate for each office and for each other position on the Board of Directors and shall procure the acceptance of each nominee so chosen. The Committee shall then submit its slate of candidates to the Secretary who shall mail the list to each member of the Club on or before May 15th, so that additional nominations may be made by the members if they so desire.

Additional nominations of eligible members may be by written petition addressed to the Secretary and received at his/her regular address on or before June 15th, signed by 5 members and accompanied by the written acceptance of each such nominee, signifying his/her willingness to be a candidate. Normally, no person shall be a candidate for more than one position, and the additional nominations which are provided herein shall be made only from among those members who have not accepted a nomination of the Nominating Committee.

Section 4. Elections. If no additional nominations are received by the Secretary by June 15th, the Nominating Committee's slate shall be declared elected, and no balloting shall be required.

The newly elected Officers and Directors and their predecessors shall be notified by the Secretary, by mail, and they shall assume office on 1 september.

If one or more valid additional nominations are received by the Secretary by June 15th, he/she shall, on June 16th, mail to each voting member in good standing, a ballot listing all nominees for each position, in alphabetical order, together with an envelope and a stamped return envelope, addressed to the Secretary marked "ballot" and bearing the name of the sender. So that the ballots may remain secret, each voter, after marking his/her ballot, shall seal it in the blank envelope, which in turn shall be placed in the envelope addressed to the Secretary. The ballots shall be counted at a special meeting of the membership, at a place and time chosen by the Board of Directors between July 21st and July 31st. The ballots shall be counted by three members of the Club who are not members of the Board of Directors, or the Nominating Committee. Ballots, to be valid must be received by the Secretary not later than July 20th. The three "inspectors" for the election shall check the returns against the list of members whose dues are paid for the following year, prior to opening the outer envelope and removing the blank envelope. They shall certify the the eligibility of the voters as well as the results of the voting which shall be announced by mail in the next news letter to the general membership and by special letter to those elected and those replaced. The persons receiving the largest number of votes shall be declared elected. If any nominee, at the time of election, is unable to serve for

any reason, such nominee shall not be elected and the vacancy so created shall be filled by the Board of Directors in the manner provided for by Article III, Section 3.

ARTICLE V

COMMITTEES

Section 1. The Board may appoint standing committees to advance the work of the Club in such matters as conformation shows, field events, obedience trials, trophies and /or awards, membership or 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. Any committee apointment 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.

ARTICLE VI

DISCIPLINE

Section 1. CKC suspension. Any member who is suspended from the privileges of the CKC or AKC shall automatically be suspended from the Club for a like period.

Section 2. Expulsion. Expulsion of any member of the Club may be accomplished at the annual general meeting of the Club or by mail ballot, following a hearing and upon recommendation of the Board or Committee, as provided in Section 3 of this Article. The defendant shall have the priveledge of appearing in his/her behalf though no evidence shall be taken at this meeting. The President shall read the complaint and the board's findings and recommendations and shall invite the defendent, if present, to speak on his/her behalf. The meeting shall then vote by secret written ballot on the proposed expulsion. Alternately the Board will present the finding's and recommendations and a written response from the defendant to the membership by mail. A 2/3 vote of those present and voting at the annual meeting or of the respondants by mail shall be necessary for expulsion.

ARTICLE VII

AMENDMENTS

Section 1. Amendments to the constitution and by-laws and the Standard for the Breed may be proposed by the Board of Directors or by written petition addressed to the Secretary signed by 20% (twenty 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 Board by the Secretary for a vote within three months of when the petition was received by the Secretary.

Section 2. The constitution and by-laws, and the Standard for the Breed may be amended at any time provided a copy of the proposed amendments has been mailed by the Secretary to each member accompanied by a ballot on which he/she may indicate his/her choice for or against the action to be taken. The notice shall specify a date not less than 30 days after the date of mailing by which date the ballot must be returned to the Secretary to be counted. The favourable vote of 2/3 of the members, in good standing, whose ballots are returned within the time limit shall be required to effect any such amendment.

Section 3. No amendment to the constitution and by-laws, or the Standard for the Breed, that is adopted by the Club, shall become effective until it has been approved by the Board of

Directors of the Canadian Kennel Club.

ARTICLE VIII

Dissolution

Section 1. The Club may be dissolved at any time by the written consent of not less than 2/3 of the members. In the event of the dissolution of the Club, whether voluntary, 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 member of the Club but after payment of debts of the Club, the Board of Directors shall distribute all assets exclusively to the Canadian Kennel Club to be held in trust for one year. If at the end of one year the Irish Setter Club of Canada has not been re-established the CKC is authorized to distribute the Club's proceeds to any other organization or organizations that support the betterment of the Irish Setter Breed.

ARTICLE IX

Order of Business

Section 1. At a meeting of the Club, the order of business so far as the character and nature of the meeting may permit, shall be as follows:

1. Roll Call ; 2. Minutes of last meeting (at a special meeting) ; 3. Secretary's Report; 4. Treasurer's Report ; 5. Coordinator's Reports ;6. Election of Officers; 7. Unfinished Business; 8. new Business; 9. Adjournment

Section 2. At meetings of the Board the order of business, unless otherwise directed by majority vote of those present, shall be as follows:

1. Minutes of last meeting ; 2. Secretary's Report; 3. Treasurer's Report ; 4. Coordinator's Reports; 5. Election of members; 6. Unfinished Business; 7. New Business; 8. Adjournment

ADOPTED BY THE IRISH SETTER CLUB OF CANADA 1995