

# English Setter Club Of Canada



## Constitution and By-Laws

Effective the year 2002

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ARTICLE I - NAME, AREA OF OPERATION, AND GOALS

Section I - The name of the Club will be the ENGLISH SETTER CLUB OF CANADA. The area of operation will be the country of Canada.

Section II - The Goals of the Club will be:

A: To encourage and promote the well-being of the English Setter and to preserve its integrity and purity.

B: To promote the betterment of the English Setter in all phases of showing, field trials, obedience, and other breed related activities.

C: To encourage the formation of regional clubs of English Setter fanciers across Canada in all areas where there are sufficient English Setter Club members to meet By-Law requirements.

D: To encourage a fraternal relationship among members.

ARTICLE II - MEMBERSHIP

Section I - Number of Members  
The English Setter Club of Canada (hereinafter referred to as the Club or E.S.C.C.) will be composed of an unlimited number of members.

Section II: Voting Privileges  
Voting privileges are granted to all members who are fanciers of the English Setter breed and who subscribe to and uphold the Constitution and By-Laws of the E.S.C.C.  
There will be three general voting classifications. These classifications provide for two votes per family membership, one vote per single membership, one vote for life membership (Membership Article II, Section V).

Section III: Membership Application and Approval

A: Membership Committee (Article VI: Committees)

B: Application for membership will be submitted to the membership chairperson. Such applications are to be completed on a form approved by the Board of Directors of the E.S.C.C. and which provide that the applicant agrees to abide by this Constitution and By-Laws and the rules of the Canadian Kennel Club. It will carry the endorsement of one member and be accompanied by dues payment for the current year.

C: The membership application and renewal form will be included in the fall newsletter with a reminder in the winter Newsletter to notify members that the fees are due 01 January of the following year.

ARTICLE II - MEMBERSHIP (Continued)

D: The membership Chairperson will submit the name of the applicant to the Editor of the Newsletter who will publish same in the next issue. If there is no objection received within 30 days of publication, the application will be automatically approved. If any objection is received in writing within 30 days of publication the Board will, at its next regular meeting, vote on the acceptance or non-acceptance of any such application. In the event the Board rejects any application, the dues submitted with said application will be refunded. Any individual rejected for membership by the Club must be provided with a written explanation.

E: If the Board rejects any application for membership the rejected applicant may reapply on year after the date of rejection.

Section IV: Termination of Membership

A: Resignation: Any member may resign by submitting a written notice to the secretary. Membership will be considered to have terminated upon receipt of said notice but no refund of dues will be made to the terminated member.

B: Non-Payment of Fees: Membership will be automatically terminated if a member's fees are not paid by 31 January of each year. The membership secretary will send a reminder by the 15 January to remind the member that payment is late and that membership will be terminated 31 January.

C: Expulsion or Suspension: A member may be expelled or suspended for cause under Article X – Discipline of these By-Laws. Termination of membership may also occur as a result of deprivation, suspension, debarment, expulsion, or termination by the Canadian Kennel Club's Discipline Committee

Section V: Classification of Membership

A: Probationary Membership: Probationary membership will be granted to any person applying for membership upon receipt of the appropriate fees. Probationary members will enjoy full membership privileges with the exception of nomination and voting privileges, nor may a probationary member run for any office of E.S.C.C.

B: Membership: Membership will be granted to any probationary member whose name has been published in the newsletter and if no objection in writing has been received by the Board 30 days after publication. Family membership voting privileges and fees will be for individual members of the same household.

- ARTICLE II - MEMBERSHIP (Continued)
- C: Junior Membership: Junior memberships will be available to persons under the age of 18 years. There will be no fees charged for such membership. Junior members will not be entitled to voting privileges in the Club.
- D: Life Membership: For long and dedicated or particularly meritorious service to the English Setter breed the Board may, by a simple majority vote at any meeting, name any person as an Honorary Member of the E. S.C.C. The term of such membership will be for life. The holder of such membership will be entitled to full voting privileges of the Club. The annual fees will be waived.

Section VI: Dues  
 The annual dues of the Club are payable on 01 January of each year. Any member who has not paid the required dues for the current year by 31 January will automatically have his/her membership revoked. The amount to be paid may be changed by a majority vote of the Board of directors at any meeting. Such change is to take effect at the beginning of the Club's next fiscal year.

ARTICLE III - BOARD ANNUAL MEETINGS

Section I: Annual General Meetings  
 An annual general meeting of the E.S.C.C. will be held, and whenever possible, in conjunction with the National Specialty. In the event that is not feasible to hold the annual meeting at the National Specialty then it will be held between 01 September and 30 November each year. The exact time and location of such meetings will be made known to each member, by written notice, no fewer than 90 days prior to the date of the meetings. There will be a quorum requirement of 15% of all members of the Club. The President or Vice-President will preside over such meetings.

Section II: Special General Meetings  
 Special general meetings of the full membership of the Club will be held from time to time at the discretion of the Board. Members will be notified in writing of such meetings no fewer than 30 days prior to the date of the meetings.

ARTICLE III - OFFICERS AND BOARD OF DIRECTORS(CONT)

Section III: Board of Directors Meetings  
 The Board of Directors of the E.S.C.C. will meet when called to do so by the President of the Club or a majority of the Board members. The Board will meet from time to time. Notice of any meeting of the Board must be made in writing to all Board members no fewer than 30 days prior to the date of any such meeting. The Board of Directors may, for the sake of convenience, conduct meetings by mail. In this event the Secretary will act as a clearing house for the meeting and all correspondence between directors will be channeled through that office. Notice requirement will be waived for Board meetings conducted by mail. A quorum requirement of 50% of all Board members will govern the meetings of the Board.

Section IV: Rules Governing the Conduct of Meetings  
 All meetings of the Club will be conducted according to Roberts Rules of Order.

ARTICLE IV - OFFICERS AND BOARD OF DIRECTORS

- Section I: Officers  
 The officers of the E.S.C.C. are the President, Vice-President, Secretary, and Treasurer. Where President and Treasurer are from the same household the Vice-President will become the second signature.
- A: President: The President will preside at all Board meetings of the Club and will have the duties and powers that are normally appurtenant to the office of President in addition to those specified in these By-Laws.
- B: Vice President: The Vice President will have all the powers and exercise the duties of the President in the event of death, absence, or incapacity of the President.
- C: Secretary: The Secretary will keep a record of all meetings of the Club and will notify members of meetings and keep a roll of all members and their addresses. The Secretary will also be in charge of enquiries directed to the Club and any correspondence as may be delegated to him/her. Additional duties may be any as specified herein.

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ARTICLE IV - OFFICERS AND BOARD OF DIRECTORS (CONT)

Section I: Officers (Continued)  
D: Treasurer: The Treasurer will accept all monies for the Club and deposit them into bank accounts approved by the Board of Directors. The Treasurer will maintain up-to-date records of all transactions for the Club and the books will be open to the perusal of the Board at any time. A report of the financial status of the Club must be made available to all members by the Treasurer by being published in the first Newsletter following year-end, relating to all monies received and expended during the previous year. Signing authority for the Club will be held jointly by the Treasurer and President.

Section II: Board of Directors  
A: Composition: The Board of Directors of the E.S.C.C. will be composed of the President, Vice-President Secretary, Treasurer and elected geographical Region Directors. The Board will be elected from among the members in good standing and each Board Member will hold office for a term of two years. A vacancy which may occur during the term of office of any Board Member may be filled by appointment by a majority of the remaining Board Members. Such appointment will be for the remainder of the term of the Board Member who has been replaced. There will be no limit to the number of consecutive terms to be served by any Board Member.

B: Directors: There will be one Director to represent each of the Geographic Regions where the Club has members as recognized by ARTICLE VI – Section III. The Directors must reside in the region they represent. These Directors will participate in the policy and decision process of the Board and will represent the interests of the E.S.C.C. members from their geographic region. Geographic regions are based on population distribution and interest of the E.S.C.C. members and may be altered at the discretion of the Board.

ARTICLE V - FINANCES

Section I: Bank Account  
The Club will have a separate and independent bank account in the name of the Club and all cheques drawn from the Club must have the signatures of two officers; the President and the Treasurer.

ARTICLE VI - FISCAL YEAR, NOMINATIONS, ELECTIONS

Section I: Fiscal Year  
The Club's official fiscal year will be from 01 January to 31 December of each year.

Section II: Nominations  
In January of each election year the President, with the approval of the Board, will appoint a nominating committee composed of three Club members in good standing. The committee will develop a slate of candidates for all elected positions which will be reported back to the President. In addition, this committee will publish in the Newsletter a Nomination Form to invite members to submit to the committee before 15 July the names of proposed additional candidates together with the written acceptance of the nomination from these candidates. The committee will ensure each position has a nominee by 31 July. If there is any office for which there is only one nominee, that nominee will be declared elected by acclamation. The nominating committee will draw up ballots as soon as possible after the close of nominations which include the names of any candidates for any position for which there is more than one nominee.

Section III: Elections  
All Elections will be conducted by secret ballot. Ballots will be drawn up by the nominating committee at the close of nominations on 31 July and delivered to all members in good standing by 15 September of each election year. These ballots will contain all names of those candidates who are running for a contested position. Members will return their marked ballots to the nominating committee chairperson and must be received on or prior to 01 November of each election year. It is noted that Regional Directors will be elected only by members residing within the geographic region where the Directors serves – British Columbia/Yukon, Alberta/Northwest Territories, Saskatchewan/Manitoba, Ontario West, Ontario East, Quebec/Nunavut, Atlantic. Voting by proxy will not be permitted. Computer voting will be acceptable with handwritten signature.

Section IV: Transition  
The incoming members of the Board of Directors will take office for which they have been duly acclaimed or selected effective 01 January following the election.

ARTICLE VII - COMMITTEES

Section I: Appointed Committees

The Board may appoint any committees as may be needed to serve the functions of the Club. All committees are subject to the authority of the Board. The President will be an ex-office member of all committees. The Board will determine when the term of these committees will end.

Section II: Standing Committees

The Board will, as soon as possible upon taking office, appoint chairpersons for the following Standing Committees:

A: E.S.C.C. Newsletter Committee: The Chairperson of this committee will serve as the editor of the Newsletter and will be responsible for the publication of the official organ the Club and may add members as necessary.

B: Membership Committee: The Chairperson of this committee will be responsible to see that all incoming applicant names are sent to the newsletter editor for publication and that all monies received for membership are forwarded to the treasurer as received. Also, this committee will contact successful applicants, welcoming them to the Club. The Chairperson may add members as necessary.

C: Nominating Committee: The Nominating Committee will consist of three members in good standing. The committee will submit to the membership a list of candidates, prepare ballots, and receive and count returned ballots. The termination of this committee will be at the end of the ballot process.

D: Annual Awards Committee: The Chairperson of this committee will be responsible to see that the application for annual awards is sent each year to all members. The chairperson will be responsible for the tabulation of the results as reported in "dogs In Canada" magazine and for the comparison with the applicant's forms. The chairperson will be responsible to have the plaques prepared, engraved, and distributed to the winners once per year, at the National Specialty if possible. The Chairperson will have the results published in the newsletter. The Chairperson may add members as necessary.

ARTICLE VIII- INDEPENDENT REGIONAL CLUBS AND ORGANIZED GROUPS

Section I: Independent Regional Clubs – Eligibility to Sponsor Events Sanctioned by E.S.C.C.

**A:** The Board of Directors of the E.S.C.C. strongly encourages the formation of independent Regional Clubs. These clubs will help to officially promote our breed in their areas and would greatly facilitate the organization of various activities. It is understood that only independent Regional Clubs will be able to organize activities in their name without asking approval from the E.S.C.C. (Regional Specialty Booster Etc...) If an independent club wishes to organize an activity in the name of the E.S.C.C. approval will be needed and the E.S.C.C. activity guidelines must be followed.

**B:** In order for the E.S.C.C. to recognize an Independent Regional Club there must be at least five members in good standing of the club to petition for recognition. All signing members must have residence in the Geographic Region from which it is petitioning for recognition. All persons who wish to participate must be members of the E.S.C.C.

**C:** It is the responsibility of the Independent Regional Club to ensure that an up-to-date list of its directors and members is filed with the Secretary of the E.S.C.C. at the beginning of each Club year. Should an Independent Regional Club adopt a constitution or elect a slate of officers, an up-to-date of same should be kept on file with the E.S.C.C. at all times. It should be noted that any Independent Regional Club which attempts to adopt a constitution that differs greatly in intent or ideal from the constitution of the E.S.C.C will have its recognition delayed until changes are made in the document to the satisfaction of the E.S.C.C. Board of Directors.

Section II: Organized Groups – Eligibility to Sponsor Events Sanctioned by the E.S.C.C.

**A:** Because the formation of independent Regional Clubs is not always easy or possible, the Board of Directors will authorize the formation of Organized Groups for the planning of a specific activity at the time. In order for the E.S.C.C. to recognize an Organized Group, there must be at least five members in good standing with the Club to petition for such recognition. All members of the group must have primary residence in the Geographic Region from which they are petitioning for recognition. All persons who wish to participate must be members of E.S.C.C

ARTICLE VIII - INDEPENDENT REGIONAL CLUBS AND ORGANIZED GROUPS (Continued)

Section II: Organized Clubs – Eligibility to Sponsor Events Sanctioned by the E.S.C.C. (Continued)

**B:** An Organized Group will be entitled to be formed only with the goal of organizing in the name of E.S.C.C. a specific National Specialty, Regional Specialty, Booster Show or any activity which would promote the breed and the E.S.C.C. The formation of Organized Groups will give the opportunity to various Geographic Regions of Canada to hold these activities in the name of the E.S.C.C. Each time a Geographic Region wishes to organize an activity, an Organized Group of members must be approved by the Board of Directors. The E.S.C.C. activity guidelines must be followed.

ARTICLE IX - BOOSTER, REGIONAL SPECIALTY, NATIONAL SPECIALTY AND OTHER ACTIVITIES

The E.S.C.C. may sanction any number of Boosters, twelve Regional Specialties or other activities in any given year. The Club may designate one Specialty as the National Event which must be rotated through various regions.

ARTICLE X - DISCIPLINE

Section I: Suspension by the Canadian Kennel Club  
Any member of the Club who is suspended, debarred, deprived, expelled, or whose membership has been terminated by the Canadian Kennel Club’s Discipline Committee will be suspended from the privileges of the Club for a like period.

Section II: Charges by a Member  
Any member of the Club may prefer charges against another member for conduct prejudicial to the Club or the English Setter Breed. Written charges must be filed with the Secretary of the Club accompanied by a \$25.00 deposit which will be forfeited if the charges are not upheld. The Secretary will notify the full Board of Directors of the charges and the member being charged. The President will call a special meeting of the Board. The Board will consider whether or not the actions alleged in the charges, if proven by a recognized independent authority, might constitute conduct prejudicial to the best interest of the Club. If the Board considers that the proven charges do not constitute conduct which would be prejudicial to the best interest of the

ARTICLE X - DISCIPLINE (Continued)

Section II: Charges by a Member (Continued)  
Club, it may refuse to entertain jurisdiction. If the Board entertains jurisdiction of the charges it will fix a date for a hearing. At least thirty days before the hearing, the secretary will notify both the complainant and the defendant of the date, time, and location of the special meeting of the Board at which the hearing of the charges will be held. In the event that the case is to be heard by mail each side must submit its case in writing to the Secretary no less than eight weeks prior to the hearing date.

Section III: Hearing  
At the hearing the Board will have the right to decide if counsel may appear for the complainant or the accused, although treatment in this regard must be equal. If the Board should sustain the charges after hearing all of the evidence of the complainant and the defendant, it may, by majority vote, suspend the Club privileges of the defendant for a period not to exceed one year. A written notification of the decisions of the Board will be sent by the Secretary to all involved parties. In addition, the charges and decision will be published in the Newsletter.

Section IV: Expulsion  
The Board, if it deems the charges arrant such extreme action, may by a majority vote expel the defendant from membership. Immediately following expulsion the Secretary will notify the member in writing and the general membership through publication of the charges brought against the member and of the Board’s decision.

ARTICLE XI - AMENDMENTS  
Amendments to this Constitution and By-Laws may be presented by the Board or may be petitioned by 20% of the members of the Club. A copy of any proposed amendment will be mailed to the entire membership. Voting on the proposed amendment(s) will be by mail in ballot. Proxies are not permitted. A period of four weeks will be allowed after the mailing of ballots to register members’ votes. All votes received on or before the period has lapsed will be counted. For passage of an amendment to the Constitution and By-Laws or a change in the Breed Standard two thirds (2/3) of all eligible members must vote in favour.

## ARTICLE XII - DISSOLUTION

The English Setter Club of Canada may be dissolved at any time by providing to the Canadian Kennel Club written documentation signed by at least two-thirds of the members of the Club who are in favour of this decision: proxies are not permitted. At the time of dissolution none of the property of the Club, nor any proceeds thereof, nor any assets of the Club will be distributed to any members of the Club. After payment of the debts of the Club, its property and assets will be given to a charitable organization for the benefit of dogs as selected by the Board of Directors.

01 August 2002

## ADDENDUM TO ARTICLE VI, Section III: ELECTIONS

The Boundary between the Ontario East and Ontario West Regions will follow Highway 11 North from its intersection with Lake Ontario to a point 10 km's north of New Liskeard and then east to the Quebec border. All residents with a North Bay address will be considered to be in Ontario East.