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# ENGLISH SETTER CLUB OF CANADA

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## CONSTITUTION AND BY-LAWS

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*EFFECTIVE THE YEAR 2002, REVISED 2023*

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## CONSTITUTION

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### SECTION I – NAME OF CLUB

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The name of the Club will be the ENGLISH SETTER CLUB OF CANADA.

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### SECTION II – MISSION

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To promote the English Setter Breed through integrity, purity, respect, sportsmanship, compassion, and excellence in all our activities.

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### SECTION III – PURPOSE

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The Purpose 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 promote a supportive and encouraging relationship among members.
- e) To conduct matches sanctioned by the Canadian Kennel Club in accordance with their Rules and Regulations

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### SECTION IV- AREA OF OPERATION

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The area of operation is the country of Canada.

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### Section V – Amendments

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Amendments to the Constitution may be presented by the Board or may be petitioned by 20% of the Club membership. A copy of the proposed amendment or revision will be mailed by post or electronically to the entire membership. Voting on the proposed amendment(s) will be by mail in or email 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 or a change to the Breed Standard two thirds (2/3) of all eligible members must vote in favor.

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## BYLAWS

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### ARTICLE I - MEMBERSHIP

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#### SECTION I – NUMBER OF MEMBERS

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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.

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#### SECTION II – VOTING PRIVILEGES

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Voting privileges are granted to all Club members in good standing who subscribe to and uphold the constitution and bylaws of the E.S.C.C. and are of legal age of majority. The three general voting classifications are: 2 votes per family membership, one vote per individual membership and one vote per life membership. (Article I, Section V).

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#### SECTION III: MEMBERSHIP APPLICATION AND APPROVAL

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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: Application and renewal forms will be sent by postal or electronic mail by the Membership Chairperson or delegate to all members in the last quarter of the year. Membership renewal forms are also available on the website. Membership renewal forms and payment will be due on the 31<sup>st</sup> of January each year with no extension or exception. All monies received by the Membership Chairperson will be forwarded to the treasurer as received. The Membership Chairperson will send a reminder vial email or postal mail by January 15<sup>th</sup>.

D: New applicants will be subject to an approval process from the General Membership. The Membership Chairperson or delegate will submit the name of the applicant via email or postal

mail to the membership. If there is no objection received within 30 days of publication, the application will be automatically approved. Objections must be submitted in writing to the Board within 30 days of the publication of the application. In the event that an objection to a membership application is received, the Board will vote on acceptance or denial of the application at the next general meeting of the Board. In the event that the Board rejects any application, the club must provide the rejected applicant with a written explanation and return all dues paid by the applicant.

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

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#### SECTION IV: TERMINATION OF MEMBERSHIP

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A: Resignation: Any member may resign by submitting a written notice to the secretary by email or postal mail. 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. No reminders will be sent out after this date.

C: Expulsion or Suspension: A member may be expelled or suspended for cause under Article IX – 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.

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#### SECTION V: CLASSIFICATION OF MEMBERSHIP

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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 after one month if no objections are received in writing to the Board after publication. Family membership voting privileges and fees will include 2 members of the same household. Any additional members over 18 years of age residing in the same household shall apply for individual membership.

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: Members who have attained 30 years of dedicated, continuous membership in the E.S.C.C. shall be recognized as an honorary life member of the Club. 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.

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## SECTION VI: DUES

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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.

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## ARTICLE II – BOARD AND ANNUAL GENERAL MEETING

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### SECTION I: ANNUAL GENERAL MEETINGS

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An annual general meeting of the E.S.C.C. will be held virtually or in person 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 at a time approved by the Board. The exact time and location of such meetings will be made known to each member, by written notice, no fewer than 30 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.

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### SECTION II: SPECIAL GENERAL MEETINGS

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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.

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### SECTION III: BOARD OF DIRECTORS MEETINGS

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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 a minimum of 3 times per calendar year. Notice of any meeting of the Board must be made in writing to all Board members no fewer than 15 days prior to the date of any such meeting. The Board of Directors may conduct meetings via any of the following methods: email, online private group forum, teleconference, or videoconference. A quorum requirement of 50% of all Board members will govern the meetings of the Board. The Secretary, or designate if the Secretary is not present, will keep minutes of the meeting conducted. Minutes will be sent to the membership once approved by the ESCC Board of Directors via email or postal mail and published in a newsletter if available.

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## SECTION IV: RULES GOVERNING THE CONDUCT OF MEETINGS

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All meetings of the Club will be conducted according to Roberts Rules of Order.

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## ARTICLE III - OFFICERS AND BOARD OF DIRECTORS

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### SECTION I: OFFICERS

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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.

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.

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### SECTION II: BOARD OF DIRECTORS

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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 that 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 V – 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.

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## ARTICLE IV - FINANCES

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### SECTION I: BANK ACCOUNT

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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.

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## ARTICLE V - FISCAL YEAR, NOMINATIONS, ELECTIONS

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### SECTION I: FISCAL YEAR

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The Club's official fiscal year will be from 01 January to 31 December of each year.

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### SECTION II: NOMINATIONS

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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 a Nomination Form via email or postal mail 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.

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### SECTION III: ELECTIONS

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All Elections will be conducted by secret ballot for all positions for which there are multiple nominees. 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 via email or postal mail 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.

The Boundary between Ontario East and Ontario West regions will follow Highway 66 from the Quebec border to Highway 624 and continue southward to Highway 11. It will then follow



Highway 11 southward to where it meets with Highway 400 and will follow Highway 400 southward from that point to where it meets Jane Street in Toronto and will follow Jane Street southward to Lake Ontario. All residents with a North Bay, Ontario address are considered to be in Ontario East.

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#### SECTION IV: TRANSITION

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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.

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#### ARTICLE VI - COMMITTEES

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##### SECTION I: APPOINTED COMMITTEES

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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.

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##### SECTION II: STANDING COMMITTEES

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

A: E.S.C.C. Communication Committee: The Chairperson on this committee will be responsible for providing communication avenues for the membership via a newsletter or other forms of communication. They may add members as necessary to assist with webpage and social media sites. If the club is unable to fill this position, it will endeavor to find a member to be responsible for the web page and social media.

B: Membership Committee: The Chairperson of this committee will follow the guidelines for membership in Article I – Membership. This committee will contact the successful applicants welcoming them to the club. The chairperson can add members to this committee as necessary. This committee will maintain the membership list and contact information for members and ensure the appropriate membership fees have been collected by the club. The chairperson will notify the webmaster to update the membership list on the ESCC website.

C: Nominating Committee: The Nominating Committee will consist of three members in good standing. This committee will follow the guidelines for nominations in Article V -Section II – Nominations and Section III – Elections. 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 to the CKC, or AKC where applicable 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 submit the list of award winners to the

Communication Chairperson to have published in newsletter and/or posted to the webpage. The Chairperson may add members as necessary.

E: National Judges and Sweepstakes Judges Nominating and Selection Committee: This committee will be responsible for following the National Specialty Judges Nominating and Selection Committee guidelines.

F: National Specialty Committee: The Chairperson for this committee is responsible for selecting other members in good standing to assist with preparing a National Specialty. The Show Chair completes the ESCC National Specialty application for submission to the ESCC Board for approval. The application will indicate the committee members, show date, show site. This committee will be responsible for coordinating with the show secretary of the host club if holding in conjunction with an all-breed club and completing the required paper work for the CKC. The committee will be responsible for following the timeline for planning a specialty. The Committee will be responsible for following the National Specialty Guidelines and Timeline and submitting a report at the conclusion of the event that includes budgetary information, successes and any lessons learned.

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### SECTION III: VACANCIES WITHIN THE COMMITTEES

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In the event of a vacancy of the President, the Vice President will automatically become the acting President.

The President, subject to approval of the Board of Directors, may appoint successors to vacancies within the committees.

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## ARTICLE VII- INDEPENDENT REGIONAL CLUBS AND ORGANIZED GROUPS

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### SECTION I: INDEPENDENT REGIONAL CLUBS - ELIGIBILITY TO SPONSOR EVENTS SANCTIONED BY E.S.C.C.

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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 and bylaws 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.

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SECTION II: ORGANIZED GROUPS – ELIGIBILITY TO SPONSOR EVENTS  
SANCTIONED BY THE E.S.C.C.

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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

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.

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

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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 each year. The Board will promote and support the rotation of the National Specialty through the various regions.

Each Region will have an annual budget of \$250.00 to be spent on activities that support the purpose of the Club. This includes boosters, fun days and social events for members in the Region.

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ARTICLE IX - DISCIPLINE

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SECTION I: SUSPENSION BY THE CANADIAN KENNEL CLUB

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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.

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## SECTION II: CHARGES BY A MEMBER

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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 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.

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## SECTION III: HEARING

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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 and the general membership through publication via newsletter/email/postal mail/website.

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## SECTION IV: EXPULSION

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The Board, if it deems the charges warrant 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.

## SECTION V: APPEALS

A): A member subject to any decision arising from a complaint filed by the Board, may file an appeal. The appeal must be in writing and submitted to the secretary of the club. The secretary will notify the appellant and the respondent of the procedures within 30 days of receiving the appeal. The Board will assemble an independent group of members to preside over the appeal process. The appellant and respondent will be provided with a date and time of the hearing to a minimum of 30 days before the hearing will be heard. Both appellant and respondent have a right to attend the hearing. An appeal hearing will not be a retrial but a hearing to determine whether or not there is just cause to overturn the finding of the decision-making committee. Arguments presented by both

parties to the complaint should therefore be limited to this aspect. The secretary will inform the appellant and the respondent of any decision within 30 days.

B): The following procedure will be followed for the hearing: call to order, opening remarks, Appellant, Respondent, questions, deliberation. Both the appellant and respondent at all times will be treated without prejudice and fairly.

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#### ARTICLE X - AMENDMENTS

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Amendments to the By-Laws may be presented by the Board or may be petitioned by one or more Club members. A copy of the proposed amendment will be presented to the entire membership for voting. The membership will have 30 days to submit their votes by email or mail. For passage of an amendment, two thirds of the votes received from the membership by the designated date must be in favour.

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#### ARTICLE XI - DISSOLUTION

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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.

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#### ARTICLE XII – ADDENDA

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*There are no addenda, this section intentionally left blank.*