



Western English Setter Club

CONSTITUTION AND BY-LAWS
REVISED AND DATED
MARCH, 1982

CONSTITUTION

- Sec. 1. The name of this Club shall be the Western English Setter Club, (hereinafter referred to as WESC).
- Sec. 2. The objectives of WESC shall be:
- (a) to encourage and promote the breeding of pure-bred English Setters, and to develop and bring to perfection their natural high qualities as companions, for field use, and for conformation and obedience.
 - (b) to promote and advance the interests of the English Setter by encouraging sportsmanlike competition on the bench, in obedience and in the field, and to promote specialty shows, matches, obedience and field trials, under the rules and regulations of the American Kennel Club.
 - (c) to encourage members and breeders to accept the standard of the breed as approved by the American Kennel Club as the only standard of excellence by which English Setters shall be judged.
 - (d) to stimulate ethical behavior and to promote good fellowship in order to encourage opportunities for increased beneficial knowledge about English Setters.
- Sec. 3. The WESC is a member of the English Setter Association of America, Inc., and shall encourage individual memberships in both the regional and national groups.
- Sec. 4. WESC shall not be conducted or operated for profit and no part of any profits or remainder or residue from dues or donations to WESC shall inure to the benefit of any member or individual.

BY-LAWS

ARTICLE I MEMBERSHIP AND DUES

Sec. 1 ELIGIBILITY. There shall be three types of membership open to all who are in good standing with the American Kennel Club and/or the English Setter Association of America and who subscribe to the objectives of WESC.

- (a) Family - to include children under 18 years of age. There will be a maximum of two votes to those over 18 in a family membership.
- (b) Single - 18 years and older, entitled to one vote.
- (c) Junior - non-voting under 18 years of age.

Sec. 2. DUES. The amount shall be determined annually by the Board of Directors and shall be payable on or before the first day of January of each year. No member may vote whose dues are not paid for the current fiscal year. During the month of November, the Secretary shall notify the membership of dues for the ensuing year. New member dues paid after October 1st shall also cover the following calendar year.

Sec. 3. ELECTION TO MEMBERSHIP. Each applicant for membership shall apply on a form as approved by the Board of Directors and which shall provide that the applicant agrees to abide by these constitution and by-laws and the rules of the American Kennel Club. The application shall state the name and address of the applicant and it shall carry the endorsement of two members. Accompanying the application, the prospective member shall submit dues payment for the current fiscal year.

All applications are to be filed with the Membership Chairman and each applicant's name is to be published in the next Newsnote following its receipt. Any objections to the applicants membership shall be filed with any member of the Board of Directors, and said objections shall be reviewed by the Board.

At the next WESC meeting, if no objections have been sustained, the applicant shall be considered a member in good standing.

Applicants for membership who have been rejected by WESC may not re-apply within six months after such rejections.

Sec. 4

TERMINATION OF MEMBERSHIP. Memberships may be terminated:

- (a) by resignation. Any member in good standing may resign from WESC upon written notice to the Secretary; but no member may resign when in debt to WESC.
- (b) by lapsing. A membership will be considered as lapsed and automatically terminated if such member's dues remain unpaid 30 days after the first day of the fiscal year; however, the Board may grant up to an additional 30 days of grace to such delinquent members in meritorious cases.
- (c) by expulsion. A membership may be terminated by expulsion as provided in Article VI of these constitution and by-laws.

**ARTICLE II
MEETINGS & VOTING**

- Sec. 1. **CLUB MEETINGS.** Meetings of WESC shall be held at such time and place as may be designated by the Board of Directors. WESC shall give written notice by first-class mail to all members of the time and place of WESC meetings at least 10 days prior to the date of the meeting. No business of WESC shall be conducted unless a quorum be present of at least 11 members. These must include a combination of 4 from the Board of Directors, at least 2 to be officers, plus 7 other members in good standing.
- Sec. 2. **SPECIAL WESC MEETINGS.** Special WESC meetings may be called by the President, or by a majority vote of the members of the Board who are present and voting at any regular or special meeting of the Board, or by the Secretary upon receipt of a petition signed by 10 members of WESC who are in good standing. Such special meetings shall be held at such hour and place as may be designated by the person or persons authorized herein to call such meetings. Written notice of such meeting shall be mailed by the Secretary by first-class mail at least 5 days and not more than 15 days prior to the date of the meeting, and said notice shall state the purpose of the meeting, and no other WESC business may be transacted thereat. The quorum for such a meeting shall be as described for regular WESC meetings.
- Sec. 3. **BOARD MEETINGS.** Meetings of the Board of Directors shall be held at such hour and place as may be designated by the Board. Notice of each such meeting shall be given by the Secretary at least 5 days prior to the date of the meeting. The quorum for such meetings shall be a majority of the Board.
- Sec. 4. **SPECIAL BOARD MEETINGS.** Special meetings of the Board may be called by the President or by the Secretary upon written request signed by at least 3 members of the Board. Such special meetings shall be held at such hour and place as may be designated by the person authorized herein to call such meeting. Notice of such meeting shall be given by the Secretary at least 5 days and not more than 10 days prior to the date of the meeting. Any such notice shall state the purpose of the meeting and no other business shall be transacted thereat. A quorum for such meetings shall be a majority of the Board.
- Sec. 5. **VOTING.** Each member in good standing whose dues are paid for the current year shall be entitled to one vote at any regular meeting of WESC at which he is present, other than for the election of officers.

Proxy voting will not be permitted at any WESC meeting or election.

Sec. 6. CLUB YEAR. The fiscal year of WESC shall begin on the 1st day of January and end on the 31st day of December. The official year of WESC shall begin immediately at the conclusion of the election at the annual meeting and shall continue through the election at the next annual meeting.

Sec. 7. ANNUAL MEETING. The annual meeting shall be held in the month of June at which the Board of Directors for the ensuing year shall be elected by secret, written ballot from among those nominated in accordance with Article IV. Ballots will be sent to all members in good standing, unless there is only one candidate nominated for each office. Regular WESC meetings are not to exceed 12 in the official WESC year. Such ballots will be sent 2 weeks prior to the annual meeting and must be received prior to the start of the annual meeting. They will be tabulated at the annual meeting. No ballots will be issued at the annual meeting. Officers shall take office immediately upon the conclusion of the election. Prior to the next regular WESC meeting, the Board shall meet in a special session with both the retiring and newly-elected members in attendance. The outgoing members shall inform their successors of their duties and of any unfinished business of WESC.

**ARTICLES III
OFFICERS & DIRECTORS**

Sec. 1. **BOARD OF DIRECTORS.** The Board shall be comprised of the President, Vice President, Secretary, Treasurer and 3 Directors. One of the Directors shall be the immediate Past President. All members of the Board shall be members of WESC in good standing who have attended the majority of WESC regular meetings since the last official year commenced, by the time of the meeting of the Nominating Committee. Except for the Immediate Past President, the members of the Board shall be elected for one-year terms at the annual meeting of WESC as provided in Article IV, and shall serve until their successors are elected. General management of the affairs of WESC shall be entrusted to the Board of Directors who shall take such action as it deems prudent and beneficial to the success of WESC and would seem consistent with the spirit of WESC as defined in these constitution and by-laws.

Sec. 2. **OFFICERS.** The officers of WESC consisting of the President, Vice President, Secretary, and Treasurer shall serve in their respective capacities both with regard to WESC and its meetings and the Board and its meetings.

- (a) The President shall preside over all meetings of WESC unless he designates someone to preside in his place. The President shall be an ex-officio member of all committees, shall represent WESC in all official capacities, and shall have such usual power of supervision and management as may pertain to the office of the President or shall be assigned to him by the Board. The President shall have the responsibility of appointing Committee Chairmen, both originally and to fill vacancies, during his term of office as necessary to promote the objectives and interests of WESC. The President shall not vote unless WESC, the Board of Directors, or Committees be so divided that he may cast the deciding vote.
- (b) The Vice President, or in his absence, the Secretary, then the Treasurer, shall exercise the powers and perform the duties of the President in the event of the absence of the President. The Vice President shall perform such duties as the Board of Directors may assign.
- (c) The Secretary shall keep a record of all meetings of WESC and of the Board and of all matters of which a record shall be ordered by WESC. The Secretary shall have charge of the correspondence, records, and history of WESC, keep a roll of the members of WESC with their addresses, and perform such other duties incidental to that office as the Board may assign.

- (d) The Treasurer shall collect and receive all monies due or belonging to WESC. He shall deposit the same in a bank satisfactory to the Board in the name of WESC. His books shall at all times be open to the inspection of the Board and he shall report to them at every meeting the condition of the finances of WESC and every item of receipt or payment not before reported; and at the annual meeting he shall have available an account of all monies received and expended during the previous year.

Sec. 3. DIRECTORS. The Directors of WESC consisting of 2 elected members and the Immediate Past President shall advise the officers in promoting the health, welfare, continuity, and growth of WESC.

Sec. 4. VACANCIES. Any vacancies occurring on the Board during the year shall be filled for the unexpired term of office by a majority vote of all the then members of the Board at its first meeting following the creation of such vacancy.

**ARTICLE IV
NOMINATIONS & ELECTIONS**

- Sec. 1. **NOMINATIONS.** No person may be a candidate in a WESC election who has not been nominated. During the month of March, the Board shall select a nomination committee consisting of 3 members and 2 alternates, not more than one of whom shall be a member of the Board. The Secretary shall immediately notify the committeemen and alternates of their selection. The Board shall name a Chairman for the Committee and it shall be his duty to call a committee meeting which shall be held on or before April 15th.
- (a) The Committee shall nominate at least one candidate for each elective position, and, after securing the consent of each person so nominated, shall immediately report their nominations to the Secretary in writing.
 - (b) Upon receipt of the Nominating Committee's report, the Secretary shall on or before April 30th so notify each member in writing of the candidates so nominated.
 - (c) Additional nominations may be made at the May meeting by any member in attendance provided that the person so nominated does not decline when his name is proposed, and provided further that if the proposed candidate is not in attendance at this meeting, his proposer shall present to the Secretary a written statement from the proposed candidate signifying his willingness to be a candidate. No person may be a candidate for more than one position, and the additional nominations which are provided for herein may be made only from among those members who have not accepted a nomination of the committee.
 - (d) Nominations cannot be made at the annual meeting or in any manner other than as provided in this Section.
- Sec. 2. **ELECTIONS.** The nominated candidate receiving the greatest number of votes for each position shall be declared elected. In the event of ties, re-balloting on the tied position will be necessary by the members present.

**ARTICLE V
COMMITTEES**

Sec. 1 **STANDING COMMITTEES.** The President may each year appoint standing committees to advance the work of WESC in such matters as bench shows, field trials, obedience trials, membership, trophies, publicity and other areas which may well be served by such committees. These committees shall always be subject to the final authority of the Board.

Standing Committee Chairmen shall have the responsibility of selecting their committee members and shall keep complete records to present to WESC of their specific activities.

Sec. 2. **SPECIAL COMMITTEES.** The President may appoint special committees to aid WESC on particular projects at any time of the year. They shall serve as long as necessary to complete the work assigned.

Special Committee Chairmen shall have the responsibility of selecting their committee members and shall keep complete records to present to WESC of their specific activities.

Sec. 3. Any committee appointment may be terminated by a majority of the full membership of the Board upon written notice to the appointee. The Board may then appoint successors to those persons whose service has been terminated.

ARTICLE VI DISCIPLINE

- Sec. 1. WESC SUSPENSION. Any member who is suspended from the privileges of the American Kennel Club and/or the English Setter Association of America (ESAA) automatically shall be suspended from the privileges of WESC for a like period.
- Sec. 2. CHARGES. Any member may prefer charges against a member for alleged misconduct prejudicial to the best interests of WESC or the breed. Written charges with specifications must be filed in duplicate with the Secretary together with a deposit of \$10.00 which shall be forfeited if such charges are not sustained. The Secretary shall promptly notify the Board which shall meet and fix a date of a Board hearing not less than 3 weeks nor more than 6 weeks thereafter. The Secretary shall promptly send one copy of the charges to the accused member by registered mail together with a notice of the hearing and an assurance that the defendant may personally appear in his own defense and bring witness(es) if he wishes.
- Sec. 3. BOARD HEARING. The Board shall have complete authority to decide whether counsel may attend the hearing, but both complainant and defendant shall be treated uniformly in that regard. Should the charges be sustained, after hearing all the evidence and testimony presented by the complainant and the defendant, the Board may by a majority vote of those present, suspend the defendant from all privileges of WESC for not more than 6 months from the date of the hearing. And, if it deems that the foregoing loss of privileges is insufficient, it may also recommend to the membership that the penalty be expulsion. In such a case, the suspension shall not restrict the defendant's right to appear before his fellow members at the ensuing WESC meeting which considers the Board's recommendation. Immediately after the Board has reached a decision, its findings shall be put in written form and filed with the Secretary. The Secretary, in turn, shall notify each of the parties of the Board's decision and penalty, if any.
- Sec. 4. EXPULSION. Expulsion of a member from WESC may be accomplished only at a meeting of WESC following a Board hearing and upon the Board's recommendation as provided in Section 3 of this Article. Such proceedings may occur at a regular or special meeting of WESC to be held within 60 days but not earlier than 10 days after the date of the Board's recommendation of expulsion. The defendant shall have the privilege of appearing in his own behalf, though no evidence shall be taken at this meeting. The President shall read the charges and the Board's findings and recommendations, and shall invite the defendant, if present, to speak in his own behalf if he wishes. The members shall then vote by secret ballot on the proposed expulsion. A 2/3 vote of those present and voting at the meeting shall be necessary for expulsion. If expulsion is not so voted, the Board's suspension shall stand.

**ARTICLE VII
AMENDMENTS OR REVISIONS**

- Sec. 1. Amendments to, or revisions of the constitution and the by-laws may be proposed by the Board of Directors or written petition addressed to the Secretary signed by 20 percent of the membership in good standing. Amendments or revisions proposed by such petition shall be promptly considered by the Board of Directors and must be submitted to the members with recommendations of the Board by the Secretary for a vote within three months of the date when the petition was received by the Secretary.
- Sec. 2. The constitution may be amended or revised by a $\frac{3}{4}$ vote of the members present and voting at any regular or special meeting called for that purpose, provided the proposed amendments or revisions have been included in the notice of the meeting and mailed to each member at least 10 days prior to the date of the meeting.
- Sec. 3. The by-laws may be amended or revised by a $\frac{2}{3}$ vote of the members present and voting at any regular or special meeting called for that purpose, provided the proposed amendments or revisions have been included in the notice of the meeting and mailed to each member at least 10 days prior to the date of the meeting.

**ARTICLE VIII
DISSOLUTION**

- Sec. 1. DISSOLUTION. WESC may be dissolved at any time by the written consent of not less than $\frac{3}{4}$ of the members in good standing. In the event of the dissolution of WESC, whether voluntary or involuntary or by operation of law, none of the property of WESC nor any proceeds thereof nor any assets of WESC shall be distributed to any members of WESC; but after payment of the debts of WESC, its property and assets shall be given to a charitable organization for the benefit of dogs selected by the Board of Directors.

**ARTICLE IX
ORDER OF BUSINESS**

Sec. 1. At meetings of WESC the order of business, so far as the character and nature of the meeting may permit, shall be as follows:

Roll Call
Reading of minutes of last meeting
Report of the President
Report of the Secretary
Report of the Treasurer
Report of the Committees
Election of Officers and Directors (at annual meeting)
Unfinished business
New business
Adjournment

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

Roll Call
Reading of minutes of last meeting
Report of the President
Report of the Secretary
Report of the Treasurer
Report of the Committees
Unfinished business
New business
Adjournment

Sec. 3. Meetings of WESC shall be governed by ROBERT'S RULES OF ORDER, REVISED in all cases to which they apply and where they are consistent with the constitution and the by-laws. The parliamentarian will be provided by the President for each meeting.