

ITCA Constitution and By-Laws

Constitution

ARTICLE I. NAME AND OBJECTS

SECTION 1. The name of the Club shall be Irish Terrier Club of America.

SECTION 2. The objects of the Club shall be:

(a) To encourage and promote the breeding of pure-bred Irish Terriers and to do all possible to bring their natural qualities to perfection; (b) To encourage the organization of independent local Irish Terrier Specialty Clubs in those localities where there are sufficient fanciers of the breed to meet the requirements of The American Kennel Club; (c) To urge 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 the Irish Terrier shall be judged; (d) To do all in its power to protect and advance the interests of the breed and to encourage sportsmanlike competition at dog shows, field trials and obedience trials; e) To conduct sanctioned matches and specialty shows, field trials and obedience trials under the rules of The American Kennel Club.

SECTION 3. The Club shall not be conducted or operated for profit and no part of any profits or remainder or residue from dues or donations to the Club shall inure to the benefit of 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 I. MEMBERSHIP

SECTION 1. Eligibility. There shall be three types of membership. (1) Full Membership open to all persons eighteen years of age and older who, at the time of application for membership, are in good standing with The American Kennel Club and who subscribe to the purposes of this Club; (2) Junior Membership, a non-voting membership, open to all persons under eighteen years of age who are in good standing with The American Kennel Club and who subscribe to the purposes of this Club; (3) Lifetime Membership with full voting privileges shall be awarded to all persons who have been members of the ITCA for 35 years, and who are in good standing with The American Kennel Club and who subscribe to the purposes of this Club.

SECTION 2. Dues. Membership dues shall be \$25.00 per year for Full Membership and \$8.50 per year for Junior Membership, payable on or before the first day of January of each year. No member may vote whose dues are not paid for the current year. During the month of November, the Treasurer shall send to each member a statement of his dues for the ensuing year.

SECTION 3. Election to Membership. Each applicant for membership shall apply on a form as approved by the Board of Governors 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 carry the endorsement of a member of this Club. Accompanying the application, the prospective member shall submit dues payment for the current year and a \$10 application fee.

Applicants may be elected at any meeting of the Board of Governors or by written vote of the Governors by mail. Affirmative votes of 2/3 of the Governors present at a meeting of the Board, or of 2/3 of the entire Board voting by mail shall be required to elect an applicant.

An application which has received a negative vote by the Board may be presented by the endorser at the next annual meeting of the Club and the Club may elect such applicant by a favorable vote of 75% of the members present.

SECTION 4. Termination of Membership. Membership may be terminated:

(a) By resignation. Any member in good standing may resign from the Club upon written notice to the Corresponding Secretary, but no member may resign when in debt to the Club. Dues obligations are considered a debt to the Club and they become incurred on the first day of each calendar year.

(b) By lapsing. A membership will be considered as lapsed and automatically terminated if such member's dues remain unpaid 60 days after the first day of the calendar 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 terminated by expulsion as provided in Article VI of these by-laws.

ARTICLE II. MEETINGS

SECTION 1. Annual Meeting. The annual meeting of the Club shall be held in the month of October in conjunction with the Club's Specialty Show if possible, at a place, date, and hour designated by the Board of Governors. Written notice of the annual meeting shall be mailed by the Recording Secretary to each member at least 30 days prior to the date of the meeting. The quorum for the annual meeting shall be 10% of the members in good standing.

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 who are present at a meeting of the Board or who vote by mail and shall be called by the Corresponding Secretary upon the receipt of a petition signed by 10% of the members of the Club who are in good standing. Such meeting shall be held at such place, date and hour as may be designated by the Board of Governors. Written notice of such meeting shall be mailed by the Corresponding Secretary at least 14 days and not more than 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.

SECTION 3. Board Meetings. The first meeting of the Board shall be held immediately following the annual meeting and election. Other meetings of the Board of Governors shall be held at such times and places as are designated by the President or by a majority vote of the entire Board. Written notice of such other meetings shall be mailed by the Corresponding Secretary to each member of the Board at least 14 days prior to the date of the meeting. The quorum for a Board meeting shall be a majority of the Board.

SECTION 4. Board Action by Mail. The Board of Governors may conduct its business by mail through the Corresponding Secretary. Inasmuch as it is scarcely possible for the Governors to meet more than once or twice a year, it shall be competent for the Corresponding Secretary to transact such business as might be done at a meeting by letter, but the replies in writing of the majority of the Governors must be obtained before such business shall be considered as having the sanction of the Board of Governors and binding accordingly.

SECTION 5. Alternate Presiding Officer. If the President and the Vice-President are both absent from any meeting of the Club or the Board, the Governors present shall elect one of their number to serve as presiding officer.

ARTICLE III. GOVERNORS & OFFICERS

SECTION 1. Board of Governors. The Board shall be comprised of the President, Vice-President, Corresponding Secretary, Recording Secretary, Treasurer, and twelve other persons, all of whom shall be members in good standing. The President, Vice-President, Corresponding Secretary, Recording Secretary and Treasurer shall be elected for one-year terms at the Club's annual meeting, as provided in Article IV, and shall serve until their successors are elected. The President shall be limited to three consecutive terms. The Vice-President, Corresponding Secretary, Recording Secretary and Treasurer may be reelected to consecutive terms without limit. Each year four members of the Board shall be elected for a three-year term in accordance with the provisions of Article IV. Governors may be reelected without limit to their terms. General management of the Club's affairs shall be entrusted to the Board of Governors.

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

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

(c) The Corresponding Secretary shall have charge of the correspondence of the Club; shall keep a record of all meetings of the Club and Board and all votes taken by mail and of all matters of which a record shall be ordered by the Club; shall notify the Board of Governors of Board Meetings; shall cause to have published all Board actions taken by mail;

shall notify members of their appointments to committees; shall notify officers and Governors of their election to office; and carry out such other duties as are prescribed in these by-laws.

(d) The Recording Secretary shall record the minutes of all meetings of the Club and Board and deliver them to the Corresponding Secretary; shall cause to have published the minutes of all the meetings of the Club and Board of Governors; shall notify members of the Annual and Special meetings; shall issue yearly a new or updated membership list to all members; shall keep a roll of the members of the Club with their addresses and carry out such other duties as are prescribed in these by-laws.

(e) The Treasurer shall collect and receive all moneys due or belonging to the Club. He shall deposit the same in a bank approved by the Board, in the name of the Club. His books shall at all times be open to inspection of the Board and he shall report to them at every meeting the condition of the Club's finances and every item of receipt or payment not before reported; and at the annual meeting he shall render an account of all moneys received and expended during the previous fiscal year. His books shall be audited at least 30 days prior to the annual meeting. The Treasurer may be bonded in such amount as the Board of Governors shall determine.

SECTION 3. Vacancies. Any vacancies occurring on the Board or among the officers during the year shall be filled until the next annual election by a majority vote of all the then members of the Board; except that a vacancy in the office of President shall be filled automatically by the Vice-President and the resulting vacancy in the office of Vice-President shall be filled by the Board.

ARTICLE IV. THE CLUB YEAR, VOTING, NOMINATIONS AND ELECTION

SECTION 1. Club Year. The Club's fiscal year shall begin on the first day of January and end on the 31st day of December. The Club's official year shall begin immediately at the conclusion of the election at the annual meeting, and shall continue through the election at the next annual meeting. The elected officers and governors shall take office immediately upon the conclusion of the election and each retiring officer shall turn over to his successor in office all properties and records relating to that office within 30 days after the election.

SECTION 2. Voting. At the annual meeting, or at special meeting of the Club, voting shall be limited to those members in good standing who are present at the meeting, except for the annual election of Officers, Delegates, and Governors and Amendments to the Constitution and By-Laws and the Standard for the breed, which shall be decided by written ballot cast by mail. Voting by proxy shall not be permitted. The Board of Governors may decide to submit other specific questions for decision of the members by written ballot cast by mail.

SECTION 3. Annual Election. At the annual meeting for the election of Officers and Governors and Delegate to The American Kennel Club, who may, but need not be, a Governor or Officer of the Club, the vote shall be conducted by ballot. Ballots, to be valid, must be received by the Corresponding Secretary before the counting of the ballots begins. Ballots shall be counted at the meeting by three inspectors of election who are members in good standing and who are neither members of the current Board nor candidates on the Ballot and who shall be

chosen by the members present at the meeting. The person receiving the largest number of votes for each position shall be declared elected. If any nominee, at the time of the meeting is unable to serve for any reason, such nominee shall not be elected and the vacancy so created shall be filled by the new Board of Governors in the manner provided in Article III Section 3.

SECTION 4. Nomination 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 Governors before May 1st. The Committee shall consist of three members from different areas of the U.S.A., and two alternates, all members in good standing, none of whom shall be members of the current Board of Governors. The Board shall name a chairman for the Committee. The Nominating Committee may conduct its business by mail.

(a) The Nominating Committee shall nominate, from among the eligible members of the Club, at least one candidate for each office, for each other position on the Board of Governors and for Delegate to The American Kennel Club, and shall procure the acceptance of each nominee so chosen. The Committee should consider geographical representation of the membership on the Board to the extent that it is practicable to do so. The Committee shall then submit its slate of candidates to the Corresponding Secretary who shall mail the list, including the full name of each candidate and the name of the state in which he resides, to each member of the Club on or before July 1st so that additional nominations may be made by the members if they so desire.

(b) Additional nominations of eligible members may be made by written petition addressed to the Corresponding Secretary and received at his regular address on or before August 1st, signed by five members. The written acceptance of each such additional nominee signifying his willingness to be a candidate must also be received on or before August 1st. Except for the position of Delegate, no person shall 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 Nominating Committee.

(c) If the Nominating Committee nominates only one candidate for each office and if no valid additional nominations are received on or before August 1st, the Nominating Committee's slate shall be declared elected at the time of the Annual Meeting, and no balloting will be required.

(d) If the Nominating Committee nominates more than one candidate and/or if one or more additional nominations are received by the Corresponding Secretary on or before August 1st he shall, on or before September 1st, mail to each member in good standing a ballot listing all of the nominees for each position in alphabetical order, with the names of the states in which they reside, together with a blank envelope and a return envelope addressed to the Corresponding Secretary marked "Ballot" and bearing the name of the member to whom it was sent. So that the ballots may remain secret, each voter after marking the ballot, shall seal it in the blank envelope which in turn shall be placed in the second envelope addressed to the Corresponding Secretary. The inspectors of elections shall check the returns against the list of members whose dues are paid for the current year prior to opening the outer envelopes and removing the blank envelopes, and shall certify the eligibility of the voters as well as the results of the voting which shall be announced at the annual meeting.

(e) Nominations cannot be made at the annual meeting or in any manner other than as provided above.

ARTICLE V. COMMITTEES

SECTION 1. The Board may each year appoint standing committees to advance the work of the Club in such matters as dog shows, field trials, obedience trials, specialty judges, trophies, annual prizes, membership and 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 appointment 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. American Kennel Club Suspension. Any member who is suspended from the privileges of The American Kennel Club automatically shall be suspended from the privileges of the Club for a like period.

SECTION 2. Charges. Any member may prefer charges against a member for alleged misconduct prejudicial to the best interests of the Club or the breed. Written charges with specifications must be filed in duplicate with the Corresponding Secretary together with a deposit of \$20 which shall be forfeited if such charges are not sustained by the Board or a Committee following a hearing. The Corresponding Secretary shall promptly send a copy of the charges to each member of the Board, or present them at a Board meeting. The Board shall first consider whether the actions alleged in the charges, if proven, might constitute conduct prejudicial to the best interests of the Club or the breed or it may refuse to entertain jurisdiction. If the Board entertains jurisdiction of the charges, it shall fix a date of hearing by the Board or a Committee of not less than three members of the Board, not less than three weeks nor more than six weeks thereafter. The Corresponding 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 witnesses if he wishes.

SECTION 3. Board Hearing. The Board or Committee shall have complete authority to decide whether counsel may attend the hearing, but both complainant and the defendant shall be treated uniformly in that regard. Should the charges be sustained after hearing all the evidence and testimony presented by complainant and defendant, the Board or Committee, may with a majority vote of those present, suspend the defendant from all privileges of the Club for not more than six months from the date of the hearing, or until the next Annual Meeting if that will occur after six months. And, if it deems that punishment insufficient, it may also recommend to the membership that the penalty be expulsion. In such case, the suspension shall not restrict the defendant's right to appear before his fellow members at the ensuing Club meeting which considers the recommendation of the Board or Committee. Immediately after the Board or Committee has reached a decision, its findings shall be put in written form and filed with the

Corresponding Secretary. The Corresponding Secretary, in turn, shall notify each of the parties of the decision and penalty, if any.

SECTION 4. Expulsion. Expulsion of a member from the Club may be accomplished only at the Annual Meeting of the Club following a hearing and upon the recommendation of the Board or Committee as provided in Section 3 of this Article. 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 findings and recommendations, and shall invite the defendant, if present, to speak in his own behalf. The meeting shall then vote by secret written ballot on the proposed expulsion. A 2/3 vote of those present and voting at the Annual Meeting shall be necessary for expulsion. If expulsion is not so voted, the suspension shall stand.

ARTICLE VII. AMENDMENTS

SECTION 1. Amendments to the Constitution and By-Laws and to the Standard for the breed may be proposed by the Board of Governors or by written petition addressed to the Corresponding Secretary signed by 20% of the membership in good standing. Amendments proposed by such petition shall be promptly considered by the Board of Governors and must be submitted to the members with recommendations of the Board by the Corresponding Secretary for a vote within three months of the date when the petition was received by the Corresponding 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 amendment has been mailed by the Corresponding Secretary to each member who is in good standing on the date of mailing, accompanied by a ballot on which he may indicate his 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 favorable vote of 2/3 of the members in good standing who return valid ballots within the time limit shall be required to effect any such amendment.

SECTION 3. No amendment to the Constitution and By-Laws or to 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 American Kennel Club.

ARTICLE VIII. DISSOLUTION

SECTION 1. The Club may be dissolved at any time by the written consent of not less than 75% of the members. In the event of the dissolution of the Club, whether voluntary or involuntary or by the 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 members of the Club, but, after payment of the debts of the Club, its property and assets shall be given to a charitable organization for the benefit of dogs selected by the Board of Governors.

ARTICLE IX. ORDER OF BUSINESS

Robert's Rules of Order (newly revised) shall govern all meetings of the Club and all committees insofar as applicable and not inconsistent with these by-laws.

At the meetings of the Club, 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 President
- Report of Corresponding Secretary
- Report of Recording Secretary
- Report of Treasurer
- Reports of Committees
- Election of Officers and Board (At Annual Meeting)
- Unfinished Business
- New Business
- Adjournment

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

- Reading of Minutes of Last Meeting
- Report of Corresponding Secretary
- Report of Recording Secretary
- Report of Treasurer
- Reports of Committees
- Unfinished Business
- Election of New Members
- New Business
- Adjournment