

American Red Setter Bird Dog Club

Bylaws

Constitution and Bylaws of the American Red Setter Bird Dog Club

Article I: Name

1. Name: This organization shall be known as the "American Red Setter Bird Dog Club".
2. Purpose: The American Red Setter Bird Dog Club (ARSBDC) is a hobbyist sport organization whose purpose is to
 - a) provide information to both the general public as well as its membership with regard to the rules and regulations of walking and cover dog field trialing and competition with Irish Red Setters, as well as other pointing breeds engaged in this sport. Information is provided through periodic newsletters, as well as electronic educational formats including websites, social media platforms, and seminars conducted at annual meetings.
 - b) Other long-range objectives, as well as intermediate goals may be established by the Executive Committee from time to time in order to aid the organization and its individual members in the development of walking and cover dogs.
 - c) promote walking and cover dog field trials for the benefit of the ARSBDC membership as well as those engaging in field trial competition.
 - d) Promote and improve the field bred Irish setter as a class (shooting/gun/hunting) dog
3. Dissolution of The Club: In the case of dissolution of The Club or the distribution of The Club's property, any real, personal or mixed property of The Club is dedicated to the Field Trial Hall of Fame and the Hall of Fame shall be deemed to have vested in it all the legal and beneficial interest in the title to the real, personal or mixed property of The Club, including all rights and franchises relating to said property.

Article II: Meetings

1. Meeting times: An annual meeting of the membership shall be held at a time and place set by the President. At the discretion of the Executive Committee, the annual meeting may be conducted virtually.
2. Quorum: At the annual meeting of the membership of this Club ten percent of the active membership shall constitute a quorum.
3. Agenda: An agenda regarding the order of business at the annual meeting shall be developed by the President prior to the meeting. It shall include, but not be restricted to, the following:
 1. Reading of the minutes of the last meeting.
 2. Reading of reports (Treasurer, Audit, Trials, Award standings, etc.)
 3. Awards distribution.
 4. Unfinished business.
 5. New business
 6. Report of Nominating Committee and Election of Officers
 - a. President
 - b. Vice-President

- c. Secretary
- d. Treasurer
- e. At-large Directors

4. Voting: The method of voting shall be determined by the President on each issue. Each active member present at the meeting shall be entitled to one vote. The Secretary shall determine that each person is an active member. In the case of spousal/live-in companion memberships, all eligible spouses/live-in companion members shall be entitled to vote.

5. Election of Directors and Officers. Officers and Directors shall be elected by the general membership at the time of the Annual membership meeting. The election process shall be as follows:

A. All nominations for officers and Directors shall be submitted in writing to the Executive Committee as noted elsewhere in these bylaws.

B. Nominations for the positions may be presented as a slate, with all Officers and Directors listed and voted upon as a block, or

C. Nominations for the positions may be presented individually, with each Officer and Director voted upon individually.

D. The block nominations shall be presented for first consideration.

E. All voting will be done by confidential ballot. Votes shall be counted by no less than three (3) active members present at the general membership meeting

Article III: Membership

1. Membership: Membership in the ARSBDC shall be of the following types:

A. Active Membership. Active membership of the ARSBDC shall be unlimited in the number of individual persons who shall qualify by submission of a signed application and by paying the annual membership dues set by the Executive Committee. One year membership fees are due January 1st. Spouses or live-in companions of dues-paying members residing at the same address and over the age of 18 years of age shall also be entitled to vote on issues brought to the attention of the general membership; however, only one copy of the ARSBDC publication shall be physically mailed to said residence. Such additional voting privileges shall be limited to one (1) additional vote per residence. In the event such additional voting privilege is anticipated, the dues-paying member shall notify the Secretary/editor of the name of the individual participating in the voting process. The signed application submitted by all prospective active members shall contain the following statement: "I am not currently under suspension of the AFTCA, any Kennel Club, Stud Book or Dog Organization".

B. Honorary Life Members – Honorary Life Members shall be members because of their outstanding service to the ARSBDC. Honorary Life Members shall be elected, upon the recommendation of the Board of Directors, by two thirds (2/3) of the members present at the Annual Meeting.

2. Membership Requirements – Active membership of The Club is open to any person interested in supporting the purpose of the Club, without consideration of that person's race, creed, color, sex, sexual orientation, or national origin.

Article IV: Suspension

1. Suspending Members. Members may be suspended for the following:

a. Failure to pay annual dues; automatic suspension if dues are not paid within sixty days of due date.

b. Unsportsmanlike conduct; suspension after the Executive Committee has held a hearing and by their majority vote approve such action.

Article V: Executive Committee

1. The Executive Committee shall be the governing body of the ARSBDC and shall conduct the business of the club. They shall draw no salary, nor shall they be “professionals” who receive remuneration for training or handling dogs.
2. The Executive Committee shall consist of the President, Vice President, Secretary, Treasurer, and two (2) At-Large directors. All Executive Committee members shall serve two years and shall be eligible for re-election for an additional two year term. Persons who have served two two-year terms shall be eligible for office again after a period of one year.
3. The Editor of the ARSBDC newsletter shall be appointed by the President and shall have no term limit. They shall have a vote on the Executive Committee. They may also serve as a member of the Executive Committee, subject to the above noted rules. If the editor is also an elected member of the Executive Committee, they shall regardless have only one vote on Executive Committee matters.
4. Nominations from the membership shall be accepted for a position on the Executive Committee no later than December 1. Elections shall be held during the first week of January following. Persons nominated must accept said nomination prior to the voting process.
5. In the event of a vacancy on the Executive Committee, the vacancy shall be filled by the President’s appointment until the next cycle of nominations in December, at which time the vacancy shall be filled by election. Persons who have been appointed by the President shall be eligible to serve the remainder of the term they were appointed to, and shall be eligible to run for one additional term.
6. Five members of the Executive Committee shall constitute a quorum. This shall include virtual meetings.
7. Executive Committee Meetings
 - a. Annual Executive Committee Meetings: Regular Annual Meetings of the Executive Committee shall be held each year prior to the annual general meeting of the Active Members. At the discretion of the Executive Committee, the meeting may be held virtually.
 - b. Special Meetings: Special Meetings of the Executive Committee may be held when deemed necessary by the President. Prior notification, agenda, time, and place shall conform to Roberts Rules of Order.
 - c. Agenda: An agenda regarding the order of business for the Executive Committee meeting shall be developed by the President and submitted to the Executive Committee no later than 1 week prior to the meeting. It shall include, but not be restricted to, the following:
 1. Reading of the minutes of the last meeting.
 2. Reading of reports (Treasurer, Audit, Trials, Award standings, etc.)
 3. Unfinished business.
 4. New business
 5. Report of Nominating Committee and Election of Executive Committee members
 - d. Official Action Protocol: The Executive Committee may elect to meet virtually to conduct business, and any question, motion, or resolution upon which the President may desire the decision of the Executive Committee, may be submitted to each member of the board in writing by mail, or by electronic format such as electronic email, fax, or via virtual communication.
 - e. Official Action When not in session: The President shall determine whether to consider motions when not in session. Each member of the Executive Committee shall, within 10 business days thereafter, file their decision or vote. A business day is considered Monday through Friday, excluding any National Holiday. A majority vote of the members of the Executive Committee shall determine all matters and questions so submitted with the same

force and effect as if determined at a regularly scheduled meeting by the members of the Executive Committee in question. The Secretary shall keep a record of all communications, resolutions, and voting by mail, or by electronic format such as electronic email, fax, or virtual communication. In the event a motion is considered when not in session, the Secretary shall attach a description of the motion to the next Executive Committee meeting.

f. General Powers: The management of all the business and affairs of the ARSBDC, subject to its Bylaws, shall be, and the same is hereby vested, in the Executive Committee.

Article VI: Duties of Officers.

The duties of the various Officers of the ARSBDC, all of whom are entitled to vote at the Executive Committee meetings, and of whom none may be “professionals” who receive remuneration for training or handling dogs, shall be as follows:

a. President: In addition to the other powers conferred by these By-laws, the President shall preside at all annual meetings and special meetings of the Executive Committee.

i. The President shall ensure that the membership is notified prior to the annual meeting of the name of the Executive Committee whose term expires. Expiration dates shall be routinely posted in the Club newsletter.

ii. The President may, from time to time, appoint such committees as shall be deemed necessary. The President may delegate such power and authority to such committees as deemed expedient. The President and Secretary shall be ex-officio members of all such committees.

iii. The President shall, at or prior to each annual meeting of the membership, appoint a committee to audit the treasurer’s records, and such committee shall report at and to the Annual Meeting of the Members.

iv. The President shall keep the Executive Committee continuously informed of official actions and of any pending business.

b. Vice-President: The Vice-President shall perform all the duties assigned by the President. In case of the Absence, Removal, Resignation or Disability the latter shall assume the duties of the President.

c. Secretary: The Secretary shall attend and keep the minutes of all Annual and Special Meetings of the Membership and of all Annual and Special Meetings of the Executive Committee, and shall have such other and further powers and duties as may be delegated by the Executive Committee.

i. The Secretary shall endeavor to keep a record of all Red Setter Clubs, including the names and addresses of the Presidents and Secretaries, and shall preserve all letters and other documents of interest, and shall, upon request, submit the same to the President, or the Executive Committee.

ii. The Secretary shall carry on the general correspondence of the ARSBDC, and shall notify members of their election, suspension, expulsion, or other penalties that may be provided for by the Executive Committee.

iii. The Secretary shall have general charge of the records, certificates of eligibility and books of the ARSBDC, and upon election of a successor, shall deliver all of the same to said successor. All books and records of the Secretary shall at all reasonable times be open to inspection and examination by any active member of the club; said books and records requested shall be provided within 30 days of any written request by a member.

d. Treasurer: The Treasurer shall have custody of all the funds and securities of the ARSBDC which shall come into the ARSBDC possession and shall have the power to endorse on behalf of the ARSBDC all checks, drafts, and other commercial paper to the credit of the ARSBDC in a bank approved by a majority of the Executive

Committee, and shall also sign all checks or drafts for the payment of bills or expenses of the ARSBDC, and for the disbursement of its funds.

i. The Treasurer shall keep a full and accurate account of all monies received or paid out on behalf of the ARSBDC, and upon the election of a successor shall deliver all records, books or accounts and funds to said successor. iii. The Treasurer shall perform such other acts incident to the position of Treasurer as may be delegated by the Executive Committee. The Executive Committee may, at any time, require the Treasurer to give bond for the faithful discharge of duties, and accounting for the funds that shall come into the Treasurer's possession in such sum and condition as the Executive Committee may require.

ii. The Treasurer shall direct all donations made to the ARSBDC in any amount of \$1500 or more to be deposited in a risk-free security, such as a certificate of deposit or similar security. Such donations may not be deposited into the general operating account without a majority vote of the Executive Committee. Any donation provided to the ARSBDC in which a specified use is requested by the donor shall be so noted and shall have a separate line item on the Treasurer accounting. The Executive Committee shall ensure that such donations will be used for the express purpose so intended by the donor. Such donations shall be exempt from Article VI, Section 5e, subsection iv, unless so specified by the donor.

iii. The liquidation of any securities held by the ARSBDC shall be done only by a majority vote of the Executive Committee.

iv. Major expenditures shall require approval by a majority of the Executive Committee. Major expenditures are any expenditures exceeding \$1500.

v. The fiscal year for the ARSBDC shall be January 1 to December 31. viii. All books and records of the Treasurer shall at any and all reasonable times be open to inspection and examination by any active member of the club; said books and records requests shall be provided within 30 days of any written request by a member.

6. Salary & Allowances: The Executive Committee may pay any Executive Committee member an allowance for legitimate expenses for maintenance of office, clerical, and stenographic help in such amount as it deems proper. Executive Committee members shall draw no salary, except as herein noted.

Article VII: Removal from Office

1. Removal from Office:

a. Any Executive Committee member may be removed from office for cause (if they do not resign), such as disability, failure to pay current membership dues, absence from three successive annual meetings, and/or neglect of duties.

b. Any Executive Committee member may request, in writing, such removal by letter to the President, or removal may be initiated by the President.

c. The President or any Executive Committee member shall then bring the matter before the Executive Committee as set forth in Article V-7-d. The President may be removed from office by a two-thirds majority of the Executive Committee.

Article VIII: Field Trials

1. Field Trials: In order to foster and increase interest of the Irish Red Setter, the Executive Committee of the ARSBDC may promote and conduct Field Trials and may adopt rules and regulations for the control and supervision of the Minimum Requirements for Field Trials for all pointing Breeds as set forth by the American

Field/United Kennel Club and the Amateur Field Trial Clubs of America By-laws and Running Rules. The ARSBDC shall pay membership dues to the Amateur Field Trial Clubs of America.

a. Field Trial Chairperson: The Chairperson of each Field Trial shall be appointed by the President. The Field Trial Chairperson's actions shall be coordinated and approved by the President before any definite commitments or invitations are made. The duties of the Field Trial Chairperson and the minimum standards to be met for any trial conducted by this Club shall be set forth in a directive adopted and approved by the Executive Committee.

b. Field Trial Secretary: The Field Trial Chairperson may appoint a Field Trial Secretary to aid with Field Trial duties.

c. Futurity Secretary: The Executive Committee may choose to appoint a person to conduct a ARSBDC Futurity and serve as the Futurity Secretary. The Futurity Secretary shall coordinate the running of the Futurity with the Field Trial Chairperson and shall be guided by the Minimum Standards and directions adopted and approved by the Executive Committee, all of which shall be subject to and subordinate to the ARSBDC.

Article IX: Trophies & Awards

1. Trophies & Awards: It is not mandatory that the ARSBDC provide trophies and rosettes for winners in competition; however, it is desirable.

a. Trial Stake Trophies: The President shall appoint members in good standing to monitor and report award standings; all standings shall be reported in a timely manner to the Editor of the ARSBDC newsletter for publication.

b. The Executive Committee shall make every effort to provide awards in both Open stakes and Amateur stakes to walking dogs competing in the United States. Criteria for earning said awards will be posted through the newsletter, social media, and/or websites.

Article X: Amendments

1. These bylaws shall be reviewed annually at a Board of Directors meeting, and said review shall be noted in the meeting minutes. Any suggested changes shall be conducted in accordance with Article X_2.

2. Amendments: The By-laws of the ARSBDC may be amended by the general membership by a two thirds vote of the members thereof. Prior to any amendment, said proposed amendments must be published a minimum of two times in two successive issues of the ARSBDC newsletter prior to the vote. Voting may be conducted by paper ballots, electronically, or a combination thereof, at the discretion of the Secretary.

a. Effective Date: These By-laws shall be effective from and after the date of 20 March 2023.

b. All previously existing Bylaws are hereby repealed.

c. We, the undersigned President and Secretary of the Corporation, do hereby certify that the above and foregoing By-Laws and adoption of the ARSBDC were adopted by a two-thirds vote of the Executive Committee this 20th day of March 2023.

Allen Fazenbaker, President

Deborah Fazenbaker, Secretary