



International  
**Sheep Dog**  
Society

# CONSTITUTION

Revised 2008

Registered Charity No. 209009

# **CONSTITUTION OF THE INTERNATIONAL SHEEP DOG SOCIETY**

Registered Charity No. 209009

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## **I. NAME and OBJECTS**

1.1. The name of the Society, hereinafter called "the Society" is "The International Sheep Dog Society". The name "International Sheep Dog Society" and the abbreviation "ISDS" will be used for documentary and trading purposes and have full equivalence.

1.2. The main objects of the Society shall be to promote and foster within and throughout England and the Channel Islands, Scotland, Wales, Ireland and the Isle of Man, and such other countries as may seem desirable or necessary, the breeding, training and improvement in the interests and for the welfare or benefit of the community of the breeds or strains of sheep dogs, to secure the better management of stock by improving the shepherd's dog, and to achieve such main object by such means as the Society may from time to time determine and in particular (but without limitation on the generality of the foregoing) by:

(a) The promotion and organisation of sheep dog trials, exhibitions, either competitive or non competitive and either in association or unassociated with any other societies, bodies or persons, like or suitable occasions or events.

(b) To actively encourage local Sheep Dog Associations to affiliate to the International Sheep Dog Society, and if requested, assist with the organisation of their Association.

(c) The keeping and maintenance of a Stud Book for the recording, establishing and verifying of the pedigrees of sheep dogs.

(d) The encouragement and assistance by advice, guidance or information of shepherds in their calling, farmers or stockbreeders or keepers in regards to all matters pertaining to the sheep dogs and the shepherd's craft in relation to his dog.

1.3. The income and property of the Society, whencesoever derived, shall be applied solely towards the promotion of the objects of the Society as hereinbefore stated and no portion thereof shall be paid or transferred, directly or indirectly, by way of dividend, bonus or otherwise by way of profit to the members of the Society, provided that nothing herein shall prevent:

(a) The payment, in good faith, of reasonable and proper remuneration and/or expenses to any official or servant of the Society, or to any member of the Society, in return for services actually rendered to the Society, or

(b) The presentation by the Society to any member of the Society of any prize or prize money bona fide competed for and won by such member in any trial or other competitive event duly promoted and held by the Society in accordance with its objects.

(c) The subscription to or the making of any presentation to anyone who has rendered special services to the Society or any organisation to whom the Society so desires to make such subscription or presentation.

## 2. MEMBERSHIP

2.1. The use of male terms such as he and his are for simplicity only and should be read as including female members in all instances. The members of the Society shall consist of:-

- |                               |                                |
|-------------------------------|--------------------------------|
| i) Patrons                    | vii) National Presidents       |
| ii) International President   | viii) National Vice-Presidents |
| iii) Honorary Vice-Presidents | ix) Honorary Members           |
| iv) A Chairman                | x) Life Members                |
| v) Past Chairman              | xi) Annual Members             |
| vi) Past National Presidents  |                                |

2.2. The Patrons, International President and Honorary Vice Presidents shall be such persons of rank and merit as shall be willing to hold such offices with the intention of advancing the objects and interests of the Society and whom the Council may from time to time by resolution nominate and appoint.

2.3. Honorary Members shall be such persons who (whether as members of the Society or not) shall in the opinion of the Council, be worthy of being appointed as such by the Council.

2.4. Any person being an owner, breeder or trainer of a working sheep dog or working sheep dogs, or a shepherd, or any other persons interested in furthering the objects of the Society, shall be eligible for membership of the Society as a Life member or as an Annual Member.

2.5. Any bona fide local, county or national sheep dog association shall be eligible for such for annual membership of the Society with the privilege of nominating from time to time one of its own members on its behalf to receive all communications and to receive notice of, and attend and vote at National Meetings of the Society if appropriate, or to exercise the privilege of membership, use its privilege admission ticket at any trial or event promoted or organised by the Society.

2.6. Every application for annual or life membership shall be lodged by the applicant with the Secretary and shall be upon an appropriate form and shall be accompanied by tender of the entrance fee for the time being fixed by Council and in the case of an application for annual membership, of the annual subscription for the then current year or in the case of an application for life membership, of the commuted subscription of a life member.

2.7. Every application for membership so presented shall be adjudicated upon by the Secretary who shall in his absolute discretion and without assigning any reason therefore determine whether such application shall be accepted or not.

2.8. If such application is unsuccessful the Secretary shall refer the application to the Council who shall in their absolute discretion and without assigning any reason therefore determine whether such application shall be accepted or not.

2.9. Such person whose application has been refused by the Secretary shall be at liberty to apply to the Council for the refusal to be reconsidered or ratified and the Secretary shall then be instructed by the Council to inform the applicant of its decision.

2.10. The Patrons, International President, Honorary Vice Presidents and Honorary Members shall not be liable to pay any subscription.

2.11. The Council may, from time to time by resolution, increase or reduce the amount of the subscription payable by any class of members, or notwithstanding anything elsewhere herein contained fix a subscription to be paid by any class of members not then previously liable to pay any subscription.

2.12. Each member of the Society shall have or make his permanent place of abode in England and the Channel Islands (hereinafter referred to as England), Scotland, Wales and Ireland and the Isle of Man (hereinafter referred to as Ireland), shall be registered as a member in that country, but in the case of his removal from that country to any of the other countries shall be entitled to have his membership transferred to the register of members of such other country. Members whose permanent place of abode is not in any of the said countries shall be registered in the books of the Society as Overseas Members.

2.13. Members of the Society shall be entitled as privileges of membership to:

(a) Be sent by prepaid ordinary post, one free (non transferable) ticket of admission to any of the Society's National Trials and the Society's International Trials.

(b) Register any dog (eligible in all respects for registration) in the Society's Stud Book.

(c) Be sent by prepaid ordinary post copies of any publication issued free by the Society for the information and/or guidance of members, and receive any other publications on payment of the appropriate sum.

(d) Be nominated for election as a Director (of the country in which he resides) but no person shall be eligible until he has been a member of the Society for three consecutive years. A Director moving from one country to another shall cease to be a Director but shall be eligible for nomination to the Directors of the country to which he has moved.

(e) Any such other privileges as the Council may from time to time direct.

(f) A category of Associate Member, resident in a country other than England, Scotland, Wales or Ireland and nominated by an Associated society, may receive benefits as defined under the Constitution in 2.13 (b) but may not be a Member of the Society in any other way.

2.14. In addition to the privileges mentioned in Clause 2.13 hereof, every annual and life member of the Society resident in England, Scotland, Wales and Ireland shall be entitled to compete personally or to enter a dog or dogs for competition at any of the Society's National Trials in the country in which the member resides, subject to The Rules for Trials and to such members or dog or dogs being otherwise eligible for entry, and qualified, if qualification is being operated.

2.15. Any member may resign from the Society on giving one month's notice in writing to the Secretary, but any member resigning shall remain liable for the payment of any subscription or subscriptions in arrear due from him at the time of such resignation.

### **3. DISCIPLINARY**

3.1. Any member who is guilty of conduct which in the opinion of the Council is prejudiced to, conflicts with, brings the Society in public disrepute or is capable of so doing, breaches any Rules of the Society or commits any disciplinary offence of which the foregoing is a non-exhaustive list shall be liable in the absolute discretion of the Council to:

- (a) Suspension or expulsion from the Society.
- (b) Forfeiture in whole or in part of any prize won by him at any of the Society's Trials for the current year, which prize if paid or delivered to him he shall return within the time fixed by Council.
- (c) Disqualification from competing at any of the Society's Trials for such period as the Council may decide.
- (d) To have the registration of any dog or dogs owned by him and registered in the Society's Stud Book suspended and refused further entries until such suspension is lifted by the Council.
- (e) A fine not exceeding £1000 (one thousand pounds) or such increased amount determined from time to time by the Society at its Annual Meeting.
- (f) Reimbursement of the Society's costs and expenses incurred in the conduct of any disciplinary proceedings.
- (g) Any other penalty or combination of penalties that the Council may think fit.

3.2. A Disciplinary Committee of at least three persons shall be duly appointed by a decision of a simple majority of the Council to deal with each disciplinary incident and its membership shall be drawn from within the ranks of the Council itself, or senior members of the Society. The Disciplinary Committee shall agree its own procedures and give directions appropriate to each disciplinary incident.

3.3. The Disciplinary Committee shall meet to consider the conduct of any member pursuant to its powers under Rules 3.1 and 3.2 hereof and shall adjudicate upon such conduct and make recommendation to the Council as to the guilt or otherwise of the member and as to what if any disciplinary action, penalty or sanction, should be imposed by the Council upon the member.

3.4. At any nominated meeting of the Disciplinary Committee at which the question of the disciplining of a member is to be considered, the member shall be given not less than fourteen days written notice of such a meeting which shall state the reason for such meeting at which his conduct is to be considered. Such notice:

- (a) May be given personally or sent by recorded delivery post in a pre-paid envelope addressed to the member at his last known address and such notice shall be deemed to be given at the expiration of 48 hours after the envelope containing it was posted.
- (b) Shall inform the member of his right to submit any explanation either personally at a given time and place and for a reasonable duration, or in writing to the meeting and that if the member is to appear personally, the procedure to be adopted and any relevant directions including his right to be accompanied or represented by a legal adviser or single friend, if he so wishes.

3.5. Following such meeting, the Disciplinary Committee shall within 30 days report in writing to Council with recommendations and Council shall have absolute discretion to request further enquiries or come to a conclusion without assigning any reason therefore and to determine what, if any, action, penalty or sanction should be imposed upon the member.

3.6 The decision of Council shall be communicated in writing to the member in question who has the opportunity to appeal in writing within 30 days. Council must consider any such written appeal and respond in writing, unless Council in its absolute discretion shall invite the member to attend in person to speak to the written response. There is no further appeal permitted.

3.7 If a matter is deemed by the Chairman to be confidential at any Society meeting, and this is declared, then no member shall make an announcement or any form of multi-recipient communication relating to the matter other than private conversation between members or family. However, an attempt to lobby by multiple private conversations will be considered a wider communication. The Chairman of that meeting, or Council, may empower only the Secretary or another nominated person to make any announcement to the public or media.

3.8 Once disciplinary proceedings have been notified to any member then such member or members the subject of such disciplinary proceedings shall forthwith be precluded from enjoying any of the privileges referred to in Rules 2.13 and 2.14 hereof and shall be forthwith precluded from registering any dog in the Society's Stud Book and shall not transfer any dog formerly registered in such members' name to:

(a) Any member of the member's family (which expression shall mean wife, husband, partner, child, grandparent, parent, brother or sister of the member).

(b) Any employee, servant, master, agent or partner of the member.

3.9. If a member subject to disciplinary proceedings hereunder attempts to evade the sanction of the disciplinary proceedings by transferring all or any of his dogs to such a person referred to in Rule 3.8.(a) and 3.8.(b), then such transfer shall not be registered and the transferee shall not be eligible for membership of the Society or if the transferee is an existing member of the Society he shall forthwith be suspended from such membership.

3.10. If a member is found to be guilty of any disciplinary offence by the Council, Rules 3.8 and 3.9 hereof shall apply throughout the currency of any disciplinary action penalty or sanction and the member shall not be entitled to enjoy any of the privileges contained in Rule 2.13 and 2.14 hereof.

3.11. Any fine or penalty imposed or recovery of costs incurred as a direct or indirect result of disciplinary action is enforceable by civil action.

3.12. If a member is found to be innocent of any disciplinary offence by the Council, all actions, penalties or sanctions pursuant to the Rules hereof shall forthwith discontinue and all privileges contained in Rules 2.13 and 2.14 hereof shall be immediately restored.

3.13. Without prejudice to the foregoing, the Chairman may, at his absolute discretion, grant exemption from Rules 3.8 and 3.9 to any member where, in the opinion of the Council or the Disciplinary Committee, the enforcement of such Rules would result in unreasonable hardship or suffering for the dogs involved.

#### **4. MANAGEMENT**

- 4.1. The affairs of the Society shall be managed by a Council and a Directorate.

#### **5. COUNCIL**

- 5.1. The Council shall consist of:-

- i) The Chairman of the Society
- ii) The four National Presidents
- iii) Three Directors from England, Scotland, Wales and Ireland
- iv) The Senior National Vice-President for the meetings held in the year in which he is due to take office as National President.

- 5.2. The function of the Council shall be:

(a) To regulate and make all arrangements for the promotion and organisation of the Society's National and International Trials and other events in furtherance of the Society's objects and including, except where otherwise provided for expressly, the appointment of officials and the assignment of their duties.

(b) To superintend control and deal with all matters and questions relating to or arising in respect of the keeping and publication of the Society's Stud Book, or of the entries or to be made therein.

(c) Make such reports or recommendations in regard to the affairs of the Society to the Directorate as the Council may think fit or the Directorate may by resolution require.

(c) To act generally as an executive body in regard to all matters or questions of administration arising in regard to the Society and its affairs.

(e) Should the Chairman for any reason be unable to, or fail to carry out his duties to the satisfaction of the Council, the Council may suspend him and appoint one of their number (or such Experienced Member of the Society) who shall be a Past Chairman or National President of the Society or such other member of the Society as the Council may in their absolute discretion determine, save same which may have been removed by disciplinary proceedings contained in the Rules herewith, to take his place until the earliest opportunity of a new appointment being made by the Directors providing there is a majority of 2 to 1 of those members of Council attending the meeting at which the vote is taken.

(f) To appoint from within its own number, or from senior members of the Society, such members to form a Disciplinary Committee as it may in its absolute discretion determine, save such Committee shall consist of at least three members or such other number as the Council may in its absolute discretion determine and no member who has been subject to disciplinary proceedings contained in the Rules herewith shall be entitled to be a member of any such Committee.



(g) Any Committee appointed pursuant to Rules 3.1., 3.2. and 5.2.(f) hereof shall not contain any co-opted member.

(h) Any member of the Council disciplined pursuant to Rules 3.1. and 3.2. hereof shall not be eligible to be a member of the Council for five years following such disciplinary action.

(i) No person whose membership of the Society has been suspended or who has been expelled from such membership pursuant to Rules 3.1. and 3.2. hereof shall be eligible to be a member of the Council or the Directorate or to hold any position in the Society for the period of five years following the date of reinstatement or rejoining and any such office or position shall terminate automatically upon such suspension or expulsion.

5.3. The Council shall have power to assign and delegate any of its functions to a sub-committee or sub-committees with or without power to act or to co-opt members.

5.4. Any casual vacancy amongst the ordinary members of the Council may be filled by the Council, but the person appointed shall be a member of the same country as the person whose cessation of office has given rise to such vacancy, and the person so appointed shall hold office so long only as his predecessor in such office would have held the same if such cessation had not occurred. The Council shall not co-opt any member removed under Rule 7.7.

5.5. The continuing members of the Council, may at any time act notwithstanding any vacancy in their body, subject to their being at least 5 continuing members which number shall represent a quorum.

5.6. A resolution in writing signed by a majority of the members of the Council shall be as valid and effectual as if it had been passed at a meeting of the Council.

5.7. The Council may meet together for the dispatch of business, adjourn and otherwise regulate their meetings as they think fit and determine the quorum necessary for the transaction of business. Until otherwise determined, five members of the Council shall be a quorum and questions arising at a meeting shall be decided by a majority of votes.

5.8. The Council shall have full power and authority to administer the affairs of and to transact any business for the Society, and to do all things necessary for the effective carrying out of the objects of the Society, save and except those matters which in accordance with these Rules must be dealt with by the Directors at the Annual Meeting of Directors. In particular, the Council shall have the following powers:-

(a) To appoint a Secretary, Treasurer and Keeper of the Stud Book at such remuneration as it thinks fit and to dismiss any of them and appoint another in his stead using such title as may be appropriate to undertake these roles.

(b) To cause proper Minute Books, Record Books, Books of Account and computer records where appropriate to be kept, showing the transactions of the Council, the names of disqualified persons and associations with particulars of the disqualifications, receipts and expenditure and all matters usually shown in accounts of a like nature.

(c) To consider the Rules of any affiliated Association and may advise such Association to make any amendments or alterations thereto which the Council considers necessary to protect the Society and maintain its authority.

(d) At its discretion, admit to membership of the Society, any local, county or national sheep dog Associations.

(e) To decide and adjudicate upon questions and disputes which may arise in connection with any Affiliated Dog Trial, the interpretation of Rules or By-Laws of the Society or of any local county or national Affiliated Association, or upon any other relevant matter and to suspend or expel from membership of the Society any Affiliated Societies or Associations in arrears with membership Subscriptions, or for refusing to obey the order of the Council or for any other reason.

(f) To hold enquiries into all matters, questions or disputes, and such enquiries may be conducted in such a manner as it thinks proper.

(g) To act as the agent of the Society and every member thereof for the purposes of carrying on the business of the Society, and any acts done in pursuance of a majority resolution at a meeting of the Council where a quorum is present or in accordance with Rule 5.6 shall be deemed the acts of the Society.

(h) From time to time by resolution, authorise any person to act as its agent in any matters relating to the affairs of the Society.

(i) To approve or refuse at its absolute discretion and without assigning for any reason therefore any application for membership of the Society.

(j) To remove from its own number and/or suspend or expel from membership of the Society any Council member upon receipt of written notice given to the Secretary, such notice representing not less than two thirds of the members of the Council requiring the removal of one or more members of the Council.

5.9. On the instructions of the Chairman, or at the request of three National Presidents, the Secretary shall as soon as possible summon a meeting of the Council.

5.10. At every meeting of the Council, the Chairman, or failing him, the National President who shall as between himself and the other National Presidents be the senior then present, shall occupy the chair, failing whom the meeting shall appoint a Chairman.

## **6. FINANCE**

6.1. The Council shall have power to expend the funds of the Society in such manner as it shall think fit in accordance with the Objects and Rules of the Society and the Council may from time to time invest any sums of money not immediately required for the purposes of the Society in or upon any such form of investment (not being a mere loan without security) as the Council may from time to time determine upon, but so that all such investments so made shall be in the name of the International Sheep Dog Society or their nominees or a trust corporation to be nominated or from time to time appointed by the Council as trustees or trustee for the Society.

6.2. The Secretary (or nominated person wherever The Secretary is referred to) shall keep true accounts of the assets and liabilities of the Society and of all moneys received and expended by the Society and of the matters in respect of which such receipt and expenditure takes place, and shall present to the Council from time to time and to the Annual Meeting of the Directors, such financial statements prepared in such form as the Council may determine and require.

6.3. All funds of the Society shall as soon as possible after receipt thereof, be paid into the banking accounts of the Society. All accounts incurred in carrying on the business of the Society shall be paid by cheque on such banking accounts, signed by the Secretary and the Chairman, or paid by debit instruction or electronic transfer by the Secretary with subsequent authorisation by the Chairman within 30 days. The signatory and authorisation powers of the Chairman may be delegated temporarily to another member of Council by decision of the Chairman or ultimately by a simple majority decision of Council.

6.4. The subscription payable by an Annual Member shall be such sum per annum as the Council shall from time to time decide in respect of each year (or part thereof) commencing on the 1<sup>st</sup> day of January and ending on the 31<sup>st</sup> day of December the next. In the case of a Life Member, the commuted subscription shall be a single payment in respect of his membership for the then remainder of his lifetime.

6.5. The aforesaid fees are due within 30 days of 1<sup>st</sup> January in each year and shall be paid to the Secretary of the Society. The Secretary upon receipt of the above dues shall issue a receipt if requested.

6.6. If the annual dues of any member are in arrears and unpaid 30 days following the issue of a reminder letter after the 1<sup>st</sup> day of March in any year, such member shall be suspended from all rights and privileges of membership until the arrears including a re-joining fee are paid.

6.7. The accounts of the Society shall be made up to the last day of October in each year, and shall be submitted to the Directors at their Annual Meeting and a copy of the Annual Accounts and Balance Sheet shall be sent to every Director at least fourteen (14) days before the date fixed for such meeting, together with a notice convening such meeting.

6.8. The Council shall each year direct the appointment of auditors and at any time require the Secretary to produce reports on any matter of the Society finances.

## **7. DIRECTORATE**

7.1. The Directorate shall consist of:-

- i) The Chairman of the Society
- ii) Past Chairmen
- iii) Past National Presidents
- iv) The National Presidents of each country
- v) Not more than 120 Directors of whom not more than 30 each shall be elected by England, Ireland, Scotland and Wales.

7.2. The functions of the Directorate shall be:-

(a) To elect the Chairman of the Society on notice of motion as provided by Rule 7.5.

i) Only persons who have served a period of three years as a member of the Council shall be eligible for election to the office of Chairman.

ii) Any member who has been expelled or suspended by the Council or the Disciplinary Committee pursuant to Rule 3.1 shall not be eligible for election to the office of Chairman.

(b) To elect the ordinary members of the Council, such members must have been Directors of the Society for 3 years, on notice as provided by Rule 7.5.

(c) To receive and consider reports or recommendations from the Council concerning the activities and affairs of the Society.

(d) To receive from the Council and consider the accounts of the Society and the reports thereon of the auditors.

(e) To consider and determine upon any resolutions from the National Meetings.

(f) To consider and determine upon proposals as to the dates and places of the Society's National and International Trials.

(g) To consider and decide upon the Society's Rules for Trials. Any amendments proposed to Rules for Trials shall only be competent if notice of proposed amendment is given in terms of Rule 7.5 of the Constitution.

(h) At each Annual Meeting of the Directors, the English, Scottish, Welsh and Irish Directors shall separately elect one of their members to serve on the Council for a period of three years to fill the vacancy then arising by reason of the expiry of the period of appointment of a member of that country. Directors being nominated must be nominated in terms of Rule 7.5. The retiring member shall not be eligible for re-election for a period of one year, but at the expiration of this period of one year will again be eligible for re-election as a member of Council. If a member of the Council, for any reason whatsoever, ceases to be a member of the Directors, he/she shall also cease to be a member of the Council.

7.3. The Chairman shall hold office from the close of Annual Meeting at which he is appointed for three years to the close of the third such meeting during his appointment. The Chairman shall be eligible for re-election. During his term of office the Chairman shall not be eligible to judge at any National or International Trials. The Chairman shall be ex-officio Member of all committees (including the Disciplinary Committee save that as otherwise precluded).

7.4. The Directorate shall meet at least once in each year at Carlisle or such other place as may from time to time be fixed by them. Fourteen days' notice of such meeting (herein referred to as "The Annual Meeting") with a full agenda of the business, shall be given by the Secretary to every member of the Directorate.

7.5. Every notice of Motion shall be in writing signed by the member of the Directorate giving the notice and countersigned by one other member of the Directorate. No motion shall be competent of which notice has not been given to the Secretary on or before 1<sup>st</sup> November in each year. Any motion of which such notice is given and which is otherwise in order shall be included in the agenda of business for the meeting and may be moved either by the member giving notice or in his absence and with his prior written consent by any other member of the Directorate. If not so moved it shall, unless postponed by leave of the meeting, be considered as dropped and shall not be moved again without notice as aforesaid. (See Rule 12.1).

7.6. Special Meetings of the Directorate shall be held from time to time as and when occasion may require, if the Chairman and two of the National Presidents shall so determine and at such place or places, time or times as they shall appoint. Fourteen days notice in writing of every such meeting shall be given to each member of the Directorate. Such notice shall specify the nature of the business to be transacted at such meeting, and no other business shall or may be then dealt with.

7.7. The Directorate may at any time by written Resolution passed by a simple majority of the Members of the Directorate, remove any one or more members of the Council in which case the vacancy thus created shall be a casual vacancy to which Rule 5.4 hereof shall be applicable, save that any appointment to fill a casual vacancy shall be ratified by the majority of the Directorate at the next meeting thereof.

7.8. At every meeting of the Directorate, the Chairman or failing him, the President of one of the four countries who shall as between himself and the other National Presidents be the senior then present, shall occupy the chair, failing whom the meeting shall appoint a Chairman. Proper Minutes and records of the proceedings of the Directorate shall be kept by the Secretary and forwarded to the Directors within one month, whenever possible.

## **8. NATIONAL SECTION MEETINGS**

8.1. A separate Meeting (herein referred to as a “National Meeting”) of the Members of the Society resident in England, Scotland, Wales and Ireland respectively, shall be convened and held once in every year on a suitable evening at the time of the National Trial. Fourteen days notice in writing convening every such meeting, with the agenda of the business to be transacted thereat shall be given to each member of the Society registered at the time of such notice as resident in the country in respect whereof the meeting is convened.

8.2. The business of the National Meeting shall be to:

(a) Elect a National President (see Rule 8.3).

(b) Elect two Vice-Presidents

(c) Elect members of that country to be Directors of the Society, but so that the number so elected by England, Ireland, Scotland and Wales at any one time shall not exceed 30 in each country and that every candidate shall be nominated in writing by one other member, not later than 1<sup>st</sup> April. The election of Directors shall be by postal ballot. In the event of the death or resignation of a Director of the Society during his term of office, an appointment be made of a Director at the next election of Directors for the period of time remaining of the deceased/retired Director’s term of office.

(d) Consider any motion of which notice has been given in accordance with Rule 8.10. Such motion if approved, to be submitted to the Annual Meeting of Directors for decision.

(e) Consider any matter touching or concerning the affairs of the Society and arising there out make by recommendation to the Council as such National Meeting may think fit.

(f) Appoint to be Past National Presidents such persons who are eligible and suitable. This appointment shall be for life, and those eligible for appointment must have held the office of National President. The appointment may be withdrawn by the Council if they are satisfied that the holder has acted in a manner prejudicial to the interests of the Society, or if for any reason they consider the holder is no longer worthy to hold such office.

8.3. The election of a National President shall be for a period of three years or until he has had an International in his country. He shall take up office on the first day of November next succeeding such election. No person shall be eligible for election thereto unless he shall have held the office of National Vice-President of that country. A retiring National President shall not be eligible for re-election except in special circumstances (e.g. a National emergency) when the National President’s term of office may be extended by the Council.

8.4. A National President is not eligible to judge an International or National Trial during his period of office. (This does not preclude a National President judging supplementary competitions at these events, e.g. Young Handlers at the International).

8.5. In the event of a National President dying during his term of office, resigning during his term of office or being suspended from membership during his term of office, the Senior Vice-President shall become Acting National President for the unexpired period of the National President's period of office and shall be eligible for election as National President at the National Meeting preceding the International Trial in that country.

8.6. If the National President ceases to serve (under Rule 8.5) on the appointment of the Senior National Vice-President becoming Acting National President, the Junior National Vice-President will become Senior National Vice-President irrespective of whether he has served 3 years in that office or not and an election for Junior Vice-President will be held at the first available National Meeting. In the event of a Senior National Vice-President dying during his term of office, resigning during his term of office or being suspended from membership during his term of office, the Junior Vice-President will become Senior Vice-President, irrespective of whether he has served 3 years in that office or not and an election for Junior Vice-President be held at the first available National Meeting.

8.7. At a Vice-Presidential election the Vice-President with the least service as a Vice-President will be known as the Junior Vice-President and the one with the greater service as the Senior Vice-President. In the event of two Vice-Presidents, with identical service being elected at the same time, the Vice-President gaining the larger number of votes will be designated Senior Vice-President. On becoming a Senior Vice-President that person will automatically be elected annually until they attain the office of National President.

8.8. All nominations for the office of National Vice President shall be made in writing to the Secretary not later than 1<sup>st</sup> April previous to the meeting at which the election is to take place. The nomination to be signed by two members who have obtained the consent of the nominee. A retiring National Vice-President shall be eligible for re-election and shall be deemed to be nominated for such, but no person shall be elected a National Vice-President unless he shall previously have served the office of Director for not less than three years.

8.9. A National Vice-President is not eligible to judge a National Trial during his period of office.

8.10. Each year the Members of England, Ireland, Scotland and Wales respectively shall select ten of their number to be Directors for a period of three years, commencing on the 1<sup>st</sup> September following that election. Retiring Directors shall be eligible for re-election. Nominations for election to the Directorate shall be made in writing by any member and seconded by another member and lodged with the Secretary not later than 1<sup>st</sup> April in the year of election. No person shall be eligible for election as a Director unless he shall have been a member for and have resided for more than three years in the country making the election, except in the case of a Director who removes from another country (see Rule 2.12).

8.11. No member may be nominated for election as a Director if he is a member of any Society, organisation, body or group, which, in the opinion of Council is incompatible with the aims and objects of the Society.

8.12. At every National Meeting, the National President, or failing him, the Senior National Vice-President then present shall be the Chairman, failing whom the meeting shall appoint a Chairman.

8.13. Every notice of Motion to be moved at a National Meeting shall be made in writing and shall be in the Secretary's hands not later than 1<sup>st</sup> April before the date of the meeting and shall only be competent if signed by two members.

8.14. Special National Meetings may be held at such time and place as the National President, with the approval of the Chairman, may decide. The business to be transacted at such meetings shall be settled by the Chairman and the National President and intimation thereof shall be given in the notice calling the meeting which shall be sent to the members of the country concerned seven days before the meeting. No other business shall be competent.

## **9. GENERAL MEETINGS**

9.1. General Meetings of all the members of the Society wheresoever resident may be held from time to time as and when occasions may require, if the Chairman and each of the four National Presidents (or the majority of such five persons) shall so determine and at such place or places, time or times, as they (or such majority) shall appoint. Fourteen days notice in writing of every such meeting shall be given to each member of the Society. Such notice shall specify the nature of the business to be transacted at such meeting and no other business shall or may be then dealt with.

9.2. At every General Meeting, the Chairman, or failing him, the National President who shall have been longest in office then present, shall be the Chairman.

## **10. GENERAL**

10.1. At every meeting convened and held under this Constitution:

(a) The Chairman of the meeting shall decide upon all questions or order, relevancy and competency and his ruling shall be final and not open to further discussion.

(b) All votes may be taken either by ballot and the votes counted by independent tellers, by calling the roll, or by show of hands. If upon a proposal by the Chairman to take a show of hands any member objects and be supported in such objection by at least one-fourth of the members present rising in their places, the vote shall be taken by ballot.

(c) At any meeting convened and held under this Constitution, the Chairman of such meeting shall have a casting vote.



## **11. DISSOLUTION OF THE SOCIETY**

11.1. The Society shall not be dissolved except by a vote of a General Meeting of the Society especially called for the purpose upon the recommendation of the Council and at which shall have been passed by 75% of the members present and eligible to vote thereon a resolution to dissolve the Society.

11.2. Notwithstanding that a dissolution of the Society is carried, the Directorate shall remain in office until the Society's affairs are finally wound up by them. In winding them up, the Directorate shall have full power to dispose of the Society's funds and property and settle all other questions as they think fit at a meeting specially called by the Secretary for the purpose on fourteen days notice to the Directorate and held at such time and place as the Chairman and the four National Presidents or a majority of them shall decide, or any adjournments of such meeting.

11.3. If in the event of winding up, any assets remain after settlement of all outstanding debts and liabilities, these shall not be paid or transferred to members of the Society but shall be paid or transferred to such charitable institutions or institution having objects similar to the Society or for such charitable purposes as the Society with the approval of the Charity Commission shall decide.

## **12. ALTERATION OF THE CONSTITUTION**

12.1 This Constitution may be altered, amended or varied in any respect by resolution duly passed by the majority of persons present and entitled to vote and voting at a Meeting of the Directorate duly convened by notice in writing giving notice of intention to move such resolution providing that if less than 50 Directors including the Chairman are present, any resolution to amend the Constitution shall be postponed.

12.2 Any alteration or amendment made or any motion for alteration or amendment defeated shall not be discussed again until at least three years have elapsed, unless it has been presented, with proper notice to a meeting of Council and received two thirds support of that Council Meeting. In which case such motion may be referred to the next meeting of the Directorate.

12.3 No amendment shall be made which will cause the Society to cease to be a Charity at law.