

# THE TIBETAN SPANIEL CLUB OF SCOTLAND

## CONSTITUTION AND RULES

1. **NAME:** The Club shall be called 'The Tibetan Spaniel Club of Scotland', (hereinafter referred to as the Club).
2. **OBJECTS:** The objects for which the Club is established are:-
  - (a) To unite lovers of the breed particularly in Scotland and to promote the interest and encourage the breeding of Tibetan Spaniels to Kennel Clubs standards,
  - (b) To hold shows in Scotland for Tibetan Spaniels and to do all such things as may be deemed necessary or desirable to secure the improvement of the standard of such shows,
  - (c) To encourage and promote interest in all matters on Tibetan Spaniels.
3. **INTERPRETATION:** For simplicity the masculine pronoun is used throughout this constitution and rules, but the provisions apply equally to males and females.
4. **MEMBERSHIP:** The Club shall consist of an unlimited number of members, whose names and contact details shall be entered in a register to be kept by the Honorary Secretary. Junior membership without voting rights shall be available up to sixteen years of age. A list of member's names and addresses will be made available for inspection if so requested by the members of the Society or by the Kennel Club.

The Club undertakes to maintain records which always meet the Data Protection Act and the General Data Protection Requirements (GDPR) and any further legislation.

No member shall be entitled to be present or take part in any proceedings or vote at any general meeting, whether on a show of hands or by ballot or if nominated to be elected, as a candidate for election to the management committee, if and while he:- (a) is due to the Club any subscription, or (b) is due to the Club any other debt which had remained due for a period of more than three months after the same became due and payable or (c) is bankrupt or insolvent.

No member of less than one year's standing shall be eligible for nomination to the Management Committee. Office Bearers cannot be a committee member of any other Tibetan Spaniel Club.

No member shall vote with regard to any matter in which he has a financial interest, and shall be under obligation to declare any such interest which he may have. In the case of a husband and wife, two members of the same family or two bona fide partners who are joint member each shall be entitled to vote.

5. **CODE OF ETHICS:** The Club shall have an agreed Code of Ethics to which all members shall be deemed to abide. No application for membership will be approved unless the said applicant, or in the case of a joint membership both applicants have signed and agreed to abide by the Code of Ethics.
6. **EXPULSION OF MEMBERS:** Any Member who shall be suspended under Kennel Club Rule A42j (4) and/or any members whose dog(s) is/are disqualified under Kennel Club Rule A42j (8) shall ipso facto cease to be a member of the Society for the duration of the suspension and/or disqualification.

If the conduct of any member shall, in the opinion of the Committee of the Club be injurious or likely to be injurious to the character or interests of the Club, the Committee of the Club may, at a meeting, the notice convening which includes as an object of consideration the conduct of the Member, determine that a General Meeting of the Society shall be called for the purpose of passing a resolution to expel him/her.

Notice of the Special General Meeting shall be sent to the accused Member, giving particulars of the complaint and advising the place, date and hour of the Meeting that he/she may attend and offer an explanation. If, at the Meeting a resolution to expel is passed by two thirds majority of the members present and voting, his/her name shall forthwith be erased from the list of Members, and he/she shall thereupon cease for all purposes to be a Member of the Club except that he/she within two calendar months from the date of such a Meeting, appeal to the Kennel Club upon subject to such condition as the Kennel Club may impose.

7. **OFFICERS:** The officers of the Club, who must be resident in Scotland, shall consist of President, Chairman, Vice Chairman, Honorary Secretary and Honorary Treasurer, who shall be ex-officio members of the management committee. The management committee have powers to recommend appointment of Patron, Honorary Presidents and Honorary Vice Presidents without voting rights. All the officers shall retire annually but shall be eligible for re-election at the annual general meeting. The office of Honorary Secretary and Honorary Treasurer may be conjoined.
8. **DUTIES OF OFFICER:**
- (a) **CHAIRMAN** (the Vice-Chairman, or in his absence the meeting after 30 minutes will elect a Chairman for the duration of that meeting) shall take the chair at all the meetings, sign the previous minutes as soon as they are approved, and if unable to attend shall send at least 24 hours' notice to the Honorary Secretary unless there shall be reasonable grounds for not doing so,
  - (b) **HONORARY SECRETARY**-The Honorary Secretary, after consultation with the Chairman shall summon and attend all meetings and take minutes of the proceedings. He shall be in charge of the minute book(s) and register of members and conduct all correspondence unless otherwise directed by the management committee.
  - (c) **HONORARY TREASURER;** - The Honorary Treasurer shall receive all monies payable to the Club and make all payments. He shall attend all meetings and give information as to the finances of the Club. He shall cause proper books of accounts to be kept with respect to: - i) all sums of money received and expended by the Club and the manner in which receipt and expenditure takes place, ii) all sales and purchases by the Club, and, iii) the assets and liabilities of the Club.
9. **MANAGEMENT COMMITTEE:** Members of the Management Committee must be resident in Scotland. The business affairs of the Club shall be managed by a Management Committee which may regulate the conduct of its business in such a manner as it thinks fit and in particular may appoint Subcommittee consisting of such persons as it thinks fit (who need not be members of the Management Committee) to deal with such matters as it may delegate to them.
- The management committee shall have the power to make such by-laws and regulations consistent with the terms of the Constitution and Rules, as it may from time to time deem necessary.
- It shall be at the sole discretion of the Management Committee to invest any surplus income or funds of the Club or disburse same in whatever manner it decides. Meetings of the Management Committee shall be held as deemed necessary.
- The Management Committee shall consist of not more than sixteen members, both numbers including the Officers. Seven members present of the Committee (including officers) shall constitute a quorum and the chairman shall, in the event of an equality of votes, have a casting vote. Members of the Management committee shall retire annually, but may stand for re-election.
- The Management Committee shall have the power to fill any casual vacancies in its number, but the member or members co-opted, under this rule shall only hold office until the following annual general meeting when he/she shall retire, but be eligible for re-election. If any member of the Management Committee shall have been absent from three consecutive meetings of the Management Committee without have submitted a satisfactory explanation, his name shall be struck off the list of members of the Management Committee.
10. **SUBSCRIPTION:** The annual subscription of the Club shall be agreed at the AGM, but for husband and wife, two members of the same family, or two bona fide partners a joint annual subscription shall be available. Persons under sixteen years of age may become junior members and shall enjoy all rights of membership, except the power to vote. Overseas membership will be available. The annual subscription which shall be subject to review annually shall be payable immediately at the end of the financial year. In the case of new members, the annual subscription shall be payable immediately following election.
11. **FINANCIAL YEAR:** The financial year of the Club shall be from 1st January, until 31st December.
12. **CLUB ACCOUNTS:** A banking account shall be open in the name of the Club into which all revenues of the Club shall be paid and from which withdrawals shall be made on the authorisation of two officers, one of whom must be the Honorary Treasurer. The remaining officer or officers authorised to sign shall be determined by the management committee.

13. **AUDITORS:** The accounts will be certified annually and presented to the members at the Annual General Meeting. Certification of accounts must be carried out by one qualified accountant or two unqualified individuals with accountancy experience. Any casual vacancy in the office of auditor shall be filled by the management committee appointing another auditor.
14. **GENERAL MEETING:** The Annual General Meeting of the Club shall be held not later than 31st March, and be called after the audited accounts are available. At least 28 days clear notice shall be given of an Annual General Meeting and the purpose of the Annual General Meeting shall be:-
- To receive the minutes of the previous Annual General Meeting.
  - To receive the report of the Management Committee and the balance sheet of the Club.
  - to elect a President, Vice-President, Chairman, Vice Chairman, Honorary Secretary, Honorary Treasurer, members of Management Committee and auditor .
  - To discuss any resolutions or other items placed on the agenda of which prior notice had been given. Such resolutions or other items, which must be in writing, shall be in the hands of the Honorary Secretary not later than 14 days from notification of Annual General Meeting.

No business shall be transacted at the Annual General Meeting unless notice thereof appears on the agenda, unless of an extremely urgent nature and at the discretion of the Chairman. A copy of the Agenda will be e-mailed to members prior to the Annual General Meeting.

A Special General Meeting of the Club may be called at any time by the Management Committee or may be called on the requisition in writing of not less than fifteen members of the Club addressed to the Honorary Secretary and stating the business to be discussed. The notice of such meetings shall state the business to be transacted and be given not less than fourteen clear days before the date of the meeting.

No business other than that specifically stated in the notice shall be considered at such a meeting. The quorum at all General or Special Meetings shall be Twelve. A two thirds majority of members present and voting is required to pass any resolution at a Special Meeting. The Chairman shall in the event of an equality of votes have a casting vote.

15. **ANNUAL RETURNS TO THE KENNEL CLUB:** The officers acknowledge that during the month of January each year Maintenance of Title fee will be forwarded to the Kennel Club by the Secretary for the continuance of registration and that by 31st July each year, other returns as stipulated by The Kennel Club Regulations for the Registrations and Maintenance of Title Societies and Breed Authorities will be forwarded to The Kennel Club and to include a copy of the Club's current judges list, Constitution and membership list.

The Club must send number of members to the Kennel Club with their Annual Returns, and, if so requested, make an up to date list of members available for inspection by The Kennel Club and members of the Club.

The officers also acknowledge their duty to inform The Kennel Club of any changes of Secretary of the Society which may occur during the course of the year.

16. **CONSTITUTION AND RULES:** The Constitution and Rules of the Club shall form the basis of membership and may not be altered except at an Annual or Special General Meeting. Such alterations shall not be brought into force until The Kennel Club have been advised and have given its approval to alterations.
17. **CLUB PROPERTY:** The property of the Club shall be vested in the management committee. Trophies awarded to the Club shall be deemed to be the sole property of the Club and not be accepted under any other conditions.
18. **WINDING UP OR DISSOLUTION OF THE CLUB:** The Club may be dissolved and wound up provided that a resolution to that effect has been passed by a majority of three fourths of the members present and voting at a general meeting of which notice specifying the intention to propose the resolution has been duly given.

If, at winding up or dissolution of the Club there remains after the satisfaction of all its debts and liabilities, any other assets than trophies awarded to the Club a general meeting shall be called to dispose of such assets.

With respect to the trophies, the donors shall wherever possible be consulted and such trophies disposed of in accordance with their wishes.

If the Club is wound up or ceases to be a registered Club under Kennel Club regulations a final statement of audited accounts with a record of disposal of the property of the Club shall be forwarded to The Kennel Club within six months, and the persons named as officers and Management Committee of the Club on the last return furnished to The Kennel Club will be held responsible by The Kennel Club for the proper winding up of the Club.

19. **INDEMNITY:** The members of the Management Committee and of any sub-committee thereof, the Officers of the Club and the auditors shall be indemnified out of the funds of the Club against all loss, costs and charges which they may respectively incur or be put to on account of any contract, deed, act, matter or thing done, entered into, executed or permitted by them respectively on behalf of the Club; and each of them shall be chargeable only for so much money as he may actually receive, and they shall not be answerable for the act, receipt neglects or defaults of each other, but each of them for his own acts., receipts, neglects or defaults of each other. Neither they nor their heirs, executors or administrators shall be liable for any loss of expense happening to the Club through the insufficiency or deficiency or any obligation or security in or upon which any of the funds of the Club shall be invested or for any loss or damage arising from bankruptcy, insolvency or wrongful act of any person with whom all monies, securities or effects shall be deposited or for any loss, damage or misfortune whatsoever which shall happen in the execution of the duties of his office or in relation thereof unless same shall happen through his own fraud, willful neglect, default, breach of duty or breach of trust.
20. **NOTICES:** A notice may be given in writing by the Club to members:- (a) personally, or (b) by sending it by post to him at his registered address, or (c) if he has no registered address within the United Kingdom, to the address if any, within the United Kingdom supplied by him to the Club, where a notice is sent by post, service on the notice shall be deemed to be effected by properly addressing pre-paying and posting it, and to have been effected at the expiration of seventy-two hours after it was posted.
21. **KENNEL CLUB - THE FINAL COURT OF APPEAL** - The Kennel Club shall be the final court of appeal in interpreting the Constitution and rules of the Club in all matters of dispute and in all cases relative to canine Club matters.
22. **FEDERATION:** The Club shall not join any federation or societies with the exception of the British Utility Breeds Club.
23. **No person whilst an undischarged bankrupt may serve on the Committee or hold any other office or appointment within a Kennel Club registered society.**

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