

NORTHERN CALIFORNIA IRISH WOLFHOUND CLUB



Articles and By-Laws

ARTICLES OF INCORPORATION
OF
NORTHERN CALIFORNIA IRISH WOLFHOUND CLUB

ONE: The name of the corporation is Northern California Irish Wolfhound Club.

TWO: This corporation is a Non-Profit Mutual Benefit corporation organized under the Non-Profit Mutual Benefit Corporation Law. The purpose of this corporation is to engage in any lawful act or activity for which a corporation may be organized under such law. Such purposes are pleasure, recreation and other non-profitable purposes, including furtherance of the following objectives:

- (a) to encourage and promote the breeding of pure-bred Irish Wolfhounds and to do all possible to bring their natural qualities to perfection;
- (b) 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 Irish Wolfhounds shall be judged;
- (c) to do all in its power to protect and advance the interests of the breed by encouraging sportsmanlike competition at dog shows and obedience trials (and field trials);
- (d) to conduct sanctioned and licensed specialty shows and obedience trials (and field trials) under the rules of The American Kennel Club;
- (e) to seek cooperative action among members, owners, breeders, and exhibitors of Irish Wolfhounds in advancing the welfare of the breed and to cooperate with other breed clubs and associations in advancing the welfare of pure-bred dogs generally.

Notwithstanding any other provisions of these Articles, this corporation shall not engage in any activities or exercise any powers that are not in furtherance of the purpose of this corporation.

THREE: The name and address in California of the corporation's initial agent for service of process are: John Hays, 50 Francisco Street, San Francisco, Ca 94133.

FOUR: No part of the net earnings of the corporation shall inure to the benefit of any member or private shareholder, as defined for the purpose of Section 501(c) (7) of the Internal Revenue Code.

FIVE: The name of the existing unincorporated association now being incorporated by the filing of these Articles is Northern California Irish Wolfhound Club.

Dated this 1st day of May, 1985

_____ John Hays, Single Incorporator

DECLARATION

Mary Major and John Hays declare under penalty of perjury that they are the President and Treasurer, respectively of the Northern California Irish Wolfhound Club referred to in the Articles of Incorporation to which this Declaration is attached, and that that association has duly authorized and approved in accordance with its rule and procedures its incorporation by means of these articles.

Executed at Santa Rosa, California on the 1st day of May, 1985.

Mary Majors [SIG]

Executed at Santa Rosa, California on the 1st day of May, 1985.

John Hays [SIG]

BY-LAWS

ARTICLE I MEMBERSHIP

SECTION 1. ELIGIBILITY

Subject to Article I, Section 2, and Article II, Section 5 of these By-Laws, there shall be three types of membership open to all persons sixteen years of age and older who are in good standing with The American Kennel Club and who subscribe to the purpose of this Club.

- (a) Single;
- (b) Family defined as not more than two individuals sharing the same household;
- (c) Associate defined as a non-voting member, but receiving the Corporation's bi-month publication, The Hounds Bugle.

While membership is to be unrestricted as to residence, the Club's primary purpose is to be representative of the breeders, owners, and exhibitors in the immediate area(a)

SECTION 2. DUES.

Membership dues shall be determined by the Board, payable on or before the 1st day of June of each year. No member may vote whose dues are not paid for the current year. During the month of April, the Secretary shall send to each member a statement of his dues for the ensuing year. Payment of dues received after July 15th will require a resubmission of an application for election to membership.

SECTION 3. ELECTION TO MEMBERSHIP.

Each applicant for membership shall apply on a form as approved by the Board of Directors and which shall provide that the applicant agrees to abide by the corporation's By-Laws and the rules of The American Kennel Club, and the Corporation's Code of Ethics for members. The application shall state the name and address of the applicant and it shall carry the endorsement of two Active members of the Club who are not from the same household. Accompanying the application, the prospective member shall submit dues payment for the current year. Checks received after February 1st of any year will constitute payment for both the then current and the ensuing fiscal year.

All applications are to be filed with the Secretary and presented at the first Board meeting thereafter, at which an affirmative vote of a majority, assuming a quorum, will effect election. Alternatively, an applicant may be elected by the affirmative voice vote of at least two-thirds of the full Board solicited by telephone or other contact by the Secretary who shall so report at the next Board meeting and include a record thereof in the Minutes of that meeting. Applicants for membership who have been rejected by the Club may not re-apply within six months after such rejection.

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 secretary
- (b) by lapsing. A membership will be considered lapsed and automatically terminated if such member's dues remain unpaid 45 days after the first day of the fiscal year. In no case may a person be entitled to vote at any Club meeting whose dues are unpaid as of the day of that meeting, or
- (c) by expulsion. A membership may be terminated by expulsion as provided in Article VI of these By-Laws.

SECTION 5. NON-LIABILITY OF MEMBERS

A member of this corporation is not, as such, personally liable for the debts, liabilities, or obligations of the corporation.

ARTICLE II

MEETINGS AND VOTING

SECTION 1. CLUB MEETINGS

Meetings of the Club shall be held in or within 100 miles of the City of San Francisco on such dates and at such hour and place as may from time to time be designated by the Board of Directors. Written notice of each such meeting shall be transmitted to each active member by the Secretary at least 10 days nor more than 90 days prior to the date of the meeting. The quorum for such meetings shall be one-third of the voting power, represented in person or by proxy, of the membership 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 and voting at any regular or special meeting of the Board and shall be called by the Secretary upon receipt of a petition signed by 10% of the voting members of the Club who are in good standing. Such special meetings shall be held in or within 100 miles of the City of San Francisco at such place, date and hour as may be designated by the person or persons authorized herein to call such meetings. Written notice of such a meeting shall be mailed by the Secretary not less than 10 nor more than 90 days prior to the date of the meeting. If notice is given by mail, and the notice is not mailed by first-class, registered, or certified mail, that notice shall be given not less than 20 days before the meeting. The notice shall state the place, date and time of the meeting, the means of electronic transmission by and to the corporation or electronic video screen communication, if any, by which members may participate in that meeting, and in the case of a special meeting, the general nature of the business to be transacted, and no other business may be transacted thereat. The quorum for such a meeting shall be one-third of the voting power, represented in person or by proxy, of the members in good standing.

SECTION 3. BOARD MEETINGS.

Meetings of the Board of Directors shall be held in or within 100 miles of the City of San Francisco at such places and on such dates as the Board shall designate. Written notice of each such meeting shall be mailed by the Secretary at least 5 days prior to the date of the meeting. The quorum for such a meeting shall be a majority of the Board.

SECTION 4. SPECIAL BOARD MEETINGS.

Special meetings of the Board may be called by the President and shall be called by the Secretary upon receipt of a written request signed by at least three members of the Board. Such special meetings shall be held in or within 100 miles of the City of San Francisco at such place, date, and hour as may be designated by the person authorized herein to call such meeting. Written notice of such meeting shall be mailed by the Secretary at least 5 days and not more than 10 days prior to the date of the meeting. Any such notice shall state the purpose of the meeting and no other business shall be transacted thereat. A quorum for such a meeting shall be a simple majority of the Board.

- I. Authority to call. Special meetings of the Board for any purpose may be called at any time by the President, Vice-President, Secretary, Treasurer, or any two (2) Directors of the Board.

- II. Notice.

Manner of Giving. Notice of the time and place of the Special Board Meeting shall be given to each Director by one of the following methods: a) by personal delivery or written notice; b) by first class mail, postage paid; c) by facsimile, email, or other electronic form of communication. Any such notice shall state the purpose of the meeting and no other business shall be transacted. Notice delivered by electronic transmission shall be subject to California Corporations Code Section 20. "Electronic transmission by the corporation" means a communication (a) delivered by (1) facsimile telecommunication or electronic mail when directed to the facsimile number or electronic mail address, respectively, for that recipient on record with the corporation, (2) posting on an electronic message board or network which the corporation has designated for those communications, together with a separate notice to the recipient of the posting, which transmission shall be validly delivered upon the later of the posting or delivery of the separate notice thereof, or (3) other means of electronic communication, (b) to a recipient who has provided an unrevoked consent to the use of those means of transmission for communications under or pursuant to this code, and (c) that creates a record that is capable of retention, retrieval, and review, and that may thereafter be rendered into clearly legible tangible form. However, an electronic transmission under this code by a corporation to an individual shareholder or member of the corporation who is a natural person, and if an officer or director of the corporation, only if communicated to the recipient in that person's capacity as a shareholder or member, is not authorized unless, in addition to satisfying the requirements of this section, the consent to the transmission has been preceded by or includes a clear written statement to the recipient as to (a) any right of the recipient to have the record provided or made available on paper or in nonelectronic form, (b) whether the consent applies only to that transmission, to specified categories of communications, or to all communications from the corporation, and (c) the procedures the recipient must use to withdraw consent. All such notices shall be given or sent to the Director's address, facsimile number, or email as shown on the records of the Corporation.

- III. Time Requirements. Written notice of the meeting shall be mailed by the Secretary at least five (5) days and not more than ten (10) days prior to the date of the meeting, or if by facsimile, email or other electronic form notice shall be filed at least twenty (20) days and not more than thirty (30) days prior to the date of the meeting.

SECTION 5. VOTING

Each active member in good standing whose dues are paid for the current year shall be entitled to one vote at any meeting of the Club at which he is present, provided that each participant in a family membership as defined hereinabove shall be entitled to a separate vote. Proxy voting will be permitted at any Club meeting or election, or at any Board meeting.

SECTION 6. BOARD ACTION WITHOUT MEETING.

Any action of the Board of Directors may be taken without a meeting if all members of the Board shall consent. Written consent or consents shall be filed with the Minutes of the Board proceedings.

SECTION 7. PLACE OF MEETINGS

Meetings shall be held at the principal office of the corporation unless otherwise provided by the board or at such place within or without the State of California which has been designated from time to time by resolution of the Board of Directors. In the absence of such designation, any meeting not held at the principal office of the corporation shall be valid only if held on the written consent of all directors given either before or after the meeting and filed with the Secretary of the corporation or after all board members have been given written notice of the meeting as hereinafter provided for special meetings of the board.

Any meeting, regular or special, may be held by conference telephone, electronic video screen communication, or other communications equipment. Participation in a meeting through use of conference telephone constitutes presence in person at that meeting so long as all directors participating in the meeting are able to hear one another. Participation in a meeting through use of electronic video screen communication or other communications equipment (other than conference telephone) constitutes presence in person at that meeting if all of the following apply:

- (a) Each director participating in the meeting can communicate with all of the other directors concurrently;
- (b) Each director is provided the means of participating in all matters before the board, including, without limitation, the capacity to propose, or to interpose an objection to, a specific action to be taken by the corporation;

(c) The corporation adopts and implements some means of verifying 1) that all persons participating in the meeting are directors of the corporation or are otherwise entitled to participate in the meeting, and 2) that all actions of, or votes by, the board are taken and cast only by directors and not by persons who are not directors.

ARTICLE III

DIRECTORS AND OFFICERS

SECTION 1. BOARD OF DIRECTORS.

The Board shall consist of the President, Vice-President, Secretary, Treasurer, and five non-officer Directors. Terms of office will be one year for the President, Vice-President, Secretary and Treasurer, and two years for the five non-officer Directors (three to be elected in odd-numbered years and two to be elected in even-numbered years). General management of the Club's affairs shall be entrusted to the Board of Directors.

SECTION 2. OFFICERS.

The Club's Officers shall consist of the President, Vice-President, Secretary and Treasurer.

(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 of the President in case of the President's death, absence, or incapacity.

(c) The Secretary shall keep a record of all meetings of the Club and of the Board and of all matters of which a record shall be ordered by the Club. He shall have charge of the correspondence, notify members of meetings, notify new members of their election to membership, notify officers and directors of their election to office, 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.

(d) The Treasurer shall collect and receive all moneys due or belonging to the Club. He shall deposit the same in a bank designated 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. The Treasurer shall be bonded in such amount, if any, as the Board of Directors shall determine.

SECTION 3. NON-LIABILITY OF DIRECTORS.

The directors shall not be personally liable for the debts, liabilities, or other obligations of the corporation.

SECTION 4. DUTIES.

It shall be the duty of the directors to:

- (a) Perform any and all duties imposed on them collectively or individually by law, by the Articles of Incorporation of this corporation, or by these Bylaws;
- (b) Appoint and remove, employ and discharge, and, except as otherwise provided in these Bylaws, prescribe the duties and fix the compensation, if any, of all officers, agents and employees of the corporation;
- (c) Supervise all officers, agents and employees of the corporation to assure that their duties are performed properly;
- (d) Meet at such times and places as required by these Bylaws;
- (e) Register their addresses and email addresses with the Secretary of the corporation, and notices of meetings mailed or by electronic transmission by the Corporation to them at such addresses shall be valid notices thereof.

SECTION 5. INDEMNIFICATION BY CORPORATION OF DIRECTORS, OFFICERS, EMPLOYEES AND OTHER AGENTS

To the extent that a person who is, or was, a director, officer, employee or other agent of this corporation has been successful on the merits of defense of any civil, criminal, administrative or investigative proceeding brought to procure a judgment against such person by reason of the fact that he or she is, or was, an agent of the corporation, or has been successful in defense of any claim, issue or matter, therein, such person shall be indemnified against expenses actually and reasonably incurred by the person in connection with such proceeding.

If such person either settles any such claim or sustains a judgment against him or her, then indemnification against expenses, judgments, fines, settlements, and other amounts reasonably incurred in connection with such proceedings shall be provided by this corporation but only to the extent allowed by, and in accordance with the requirements of, Sections 7230 *et seq.* of the California Nonprofit Mutual Benefit Corporation Law.

SECTION 6. VACANCIES.

A vacancy will automatically be created by any elected officer who misses 2 (two) consecutive meetings without due cause being reported to the President or Secretary. Any vacancies occurring on the Board or among the officers during the year shall be filled for the remainder of the term in question by a majority vote of all the then members of the Board at its first regular meeting following the creation of such vacancy, or at a Special Board Meeting called for that purpose, 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, ANNUAL MEETING, ELECTIONS

SECTION 1. CLUB YEAR.

The Club's fiscal year shall begin on the 1st day of June and end on the 31st day of May.

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.

SECTION 2. ANNUAL MEETING.

The annual meeting shall be held at such place and on such date as the Board shall timely select as close to June 1st as suitable at which Officers and Directors shall be elected by secret, written ballot from among those nominated in accordance with Section 4 of this article. They 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. Written notice of the meeting shall be mailed by the Secretary at least ten (10) days prior to the date of the meeting, specifying the date, time, and location of the meeting. Subject to Notice delivered by electronic transmission shall be subject to California Corporations Code Section 20. "Electronic transmission by the corporation" means a communication (a) delivered by (1) facsimile telecommunication or electronic mail when directed to the facsimile number or electronic mail address, respectively, for that recipient on record with the corporation, (2) posting on an electronic message board or network which the corporation has designated for those communications, together with a separate notice to the recipient of the posting, which transmission shall be validly delivered upon the later of the posting or delivery of the separate notice thereof, or (3) other means of electronic communication, (b) to a recipient who has provided an unrevoked consent to the use of those means of transmission for communications under or pursuant to this code, and (c) that creates a record that is capable of retention, retrieval, and review, and that may thereafter be rendered into clearly legible tangible form. However, an electronic transmission under this code by a corporation to an individual member of the corporation who is a natural person, and if an officer or director of the corporation, only if communicated to the recipient in that person's capacity as a

member, is not authorized unless, in addition to satisfying the requirements of this section, the consent to the transmission has been preceded by or includes a clear written statement to the recipient as to (a) any right of the recipient to have the record provided or made available on paper or in nonelectronic form, (b) whether the consent applies only to that transmission, to specified categories of communications, or to all communications from the corporation, and (c) the procedures the recipient must use to withdraw consent. For meetings conducted via conference telephone, electronic video screen communication, or other communications equipment, the Secretary shall provide 20-day advance notice of meetings by electronic means, e.g., email, with an automated notice of "delivery receipt" and "read receipt." The quorum for the meeting shall be one-third of the members in good standing, either in person or by proxy.

SECTION 3. ELECTIONS.

The nominated candidate receiving the greatest number of votes for each office shall be declared elected. The nominated candidates for other positions on the Board who receive the greatest number of votes for such positions shall be declared elected.

SECTION 4. NOMINATIONS.

No person may be a candidate in a Club election who has not been nominated. During the month of October, the Board shall select a Nomination Committee consisting of three members and one alternate, not more than one of whom shall be a member of the Board. The Secretary shall immediately notify the committeemen and alternate of their selection. The Board shall name a Chairman for the Committee and it shall be his duty to call a committee meeting which shall be held on or before December 1st.

- a. The Committee shall nominate one candidate or more for each office and for each Directorship then to be filled, and after securing the consent of each person so nominated, shall immediately report their nominations to the Secretary in writing. In selecting nominees for the Board membership, the Committee shall use its best efforts to see that there will be appropriate Board representation of the interests of the following categories: breeding, exhibiting, coursing, and obedience.
- b. Upon receipt of the Nominating Committee's report, the secretary shall before March 15 notify each member in writing of the candidates so nominated.
- c. Additional nominations may be made, by a written document signed by five members in good standing received by the Secretary, together with a written expression of willingness to serve signed by the nominee or nominees in question, prior to April 10. The Secretary shall notify the membership of any such nominees prior to April 30.
- d. No person may be a candidate for more than one position, and the additional nominations which are provided for herein may be made only from among those members who have not accepted a nomination of the Nominating Committee.
- e. Nominations cannot be made at the annual meeting or in any manner other than as provided in this Section.

SECTION 5. PROXY VOTING.

Members entitled to vote shall be permitted to vote or act by proxy. Members entitled to vote shall have the right to vote either in person or by a written proxy executed by such person or by his or her duly authorized agent and filed with the secretary of the corporation, provided, however, that no proxy shall be valid after eleven (11) months from the date of its execution unless otherwise provided in the proxy. In any case, however, the maximum term of any proxy shall be three (3) years from the date of its execution. No proxy shall be irrevocable and may be revoked following the procedures given in Section 7510 of the California Corporation Code.

All proxies shall state the general nature of the matter to be voted on and, in the case of a proxy given to vote for the election of directors, shall list those persons who were nominees at the time the notice of the vote for election of directors was given to the members. In any election of directors, any proxy which is marked by a member "withhold" or otherwise marked in a manner indicating that the authority to vote for the election of directors is withheld shall not be voted either for or against the election of a director.

Proxies shall afford an opportunity for the member to specify a choice between approval and disapproval for each matter or group of related matters intended, at the time the proxy is distributed, to be acted upon at the meeting for which the proxy is solicited. The proxy shall also provide that when the person solicited specifies a choice with respect to any such matter, the vote shall be cast in accordance therewith.

ARTICLE V

COMMITTEES

SECTION 1. The Board may each year appoint standing committees to advance the work of the Club in such matters as specialty shows, obedience trials, field trials, 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 services have 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 this 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 Secretary together with deposit of \$25.00 which shall be forfeited if such charges are not sustained by the Board following a hearing. The Secretary shall promptly send a copy of the charges to each member of the Board or present them at a Board meeting, and 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. If the Board considers that the charges do not allege conduct which would be prejudicial to the best interests to the Club or the breed, it may refuse to entertain jurisdiction. If the Board entertains jurisdiction of the charges, it shall fix a date of a hearing by the Board not less than 3 weeks or more than 6 weeks thereafter. The Secretary shall promptly send one copy of the charges to the accused member by registered mail together with a notice of the hearing and an assurance that the defendant may personally appear in his own defense and bring witnesses if he wishes.

SECTION 3. BOARD HEARING.

The Board shall have complete authority to decide whether counsel may attend the hearing, but both complainant and defendant shall be treated uniformly in that regard. Should the charges be sustained, after hearing all the evidence and testimony presented by complainants and defendant, the Board may by 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. 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 Board's recommendation. Immediately after the Board has reached a decision, its findings shall be put in written form and filed with the Secretary. The Secretary, in turn, shall notify each of the parties of the Board's decision and penalty, if any.

SECTION 4. EXPULSION.

Expulsion of a member from the Club may be accomplished only at a meeting of the Club following a Board hearing and upon the Board's recommendation as provided in Section 3 of this Article. Such proceedings may occur at a regular or special meeting of the Club to be held within 60 days but not earlier than 30 days after the date of the Board's recommendation of expulsion. The defendant shall have the privilege of appearing in his own behalf, though no evidence shall be taken at this meeting. The President shall read the charges and the Board's findings and recommendations, and shall invite the defendant, if present to speak in his own behalf if he wishes. The meeting shall then vote by secret written ballot on the proposed expulsion. A two-thirds vote of those present and voting at the meeting shall be necessary for expulsion. If expulsion is not so voted, the Board's suspension shall stand.

ARTICLE VII
AMENDMENTS

SECTION 1. Amendments to the By-Laws may be proposed by the Board of Directors or by written petition addressed to the Secretary signed by 20% of the active membership in good standing. Amendments proposed by such petition shall be promptly considered by the Board of Directors and must be submitted to the members with recommendations of the Board by the Secretary for a vote within three months of the date when the petition was received by the Secretary.

SECTION 2. The By-Laws may be amended by a two-thirds vote at any regular or special meeting called for the purpose at which at least twenty (20) votes are cast, provided the proposed amendments have been included in the notice of the meeting and mailed to each member at least two weeks prior to the date of the meeting. Alternatively, the By-Laws may be amended by at least two-thirds of the votes cast by written ballots mailed to and received by the Secretary on or before the date specified in a written notice mailed by the Secretary to each member setting forth the proposed amendment and enclosing a ballot or ballots.

ARTICLE VIII
DISSOLUTION

SECTION 1. DISSOLUTION.

The Club may be dissolved at any time by the written consent of not less than two-thirds of the members. In the event of the dissolution of the Club, whether voluntary or involuntary or by 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 Directors.

ARTICLE IX
ORDER OF BUSINESS

SECTION 1. At any meeting 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
- Minutes of Last Meeting
- Report of President
- Report of Secretary
- Report of Treasurer
- Reports of Committees
- Election of Officers and Board (at annual meeting)
- Unfinished Business
- New Business
- Adjournment

SECTION 2. 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 President
- Report of Secretary
- Report of Treasurer
- Reports of Committees
- Election of New Members
- Unfinished Business
- New Business
- Adjournment

ARTICLE X
PARLIAMENTARY AUTHORITY

SECTION 1. The rules contained in the current edition of “Robert’s Rules of Order, Newly Revised,” shall govern the club in all cases to which they are applicable and in which they are not inconsistent with these bylaws and any other special rules of order the club may adopt.

Updated 2/16/2021

Appendix A
**Official Standard for the
IRISH WOLFHOUND**

General Appearance -- Of great size and commanding appearance, the Irish Wolfhound is remarkable in combining power and swiftness with keen sight. The largest and tallest of the galloping hounds, in type he is a rough-coated, Greyhoundlike breed; very muscular, strong though gracefully built; movements easy and active; head and neck carried high, the tail carried with an upward sweep with a slight curve towards the extremity. The minimum height and weight of dogs should be 32 inches and 120 pounds; of bitches, 30 inches and 105 pounds; these to apply only to hounds over 18 months of age. Anything below this should be debarred from competition. Great size, including height at shoulder and proportionate length of body, is the desideratum to be aimed at, and it is desired to firmly establish a race that shall average from 32 to 34 inches in dogs, showing the requisite power, activity, courage and symmetry.

Head: Long, the frontal bones of the forehead very slightly raised and very little indentation between the eyes. Skull, not too broad. Muzzle, long and moderately pointed. Ears, small and Greyhoundlike in carriage.

Neck: Rather long, very strong and muscular, well arched, without dewlap or loose skin about the throat.

Chest: Very deep. Breast, wide.

Back: Rather long than short. Loins arched.

Tail: Long and slightly curved, of moderate thickness, and well covered with hair.

Belly: Well drawn up.

Forequarters: Shoulders, muscular, giving breadth of chest, set sloping. Elbows well under, neither turned inwards or outwards.

Leg: Forearm muscular, and the whole leg strong and quite straight.

Hindquarters: Muscular thighs and second thigh long and strong as in the Greyhound, and hocks well let down and turning neither in nor out.

Feet: Moderately large and round, neither turned inwards nor outwards. Toes, well arched and closed. Nails, very strong and curved.

Hair: Rough and hard on body, legs and head; especially wiry and long over eyes and under jaw.

Color and Markings: The recognized colors are gray, brindle, red, black, pure white, fawn, or any other color that appears in the Deerhound.

FAULTS

Too light or heavy a head, too highly arched frontal bone; large ears and hanging flat to face; short neck; full dewlap; too narrow or too broad a chest; sunken or hollow or quite straight back; bent forelegs; overbent fetlocks; twisted feet; spreading toes; too curly a tail; weak hindquarters and a general want of muscle; too short in body. Lips or nose liver-colored or lacking pigmentation.

LIST OF POINTS IN ORDER OF MERIT

Typical. The Irish Wolfhound is a rough-coated Greyhound-like breed, the tallest of the coursing hounds and remarkable in combining power and swiftness.

1. *Great size* and commanding appearance.
2. Movements easy and active.
3. Head, long and level, carried high.
4. Forelegs, heavily boned, quite straight; elbows well set under.
5. Thighs long and muscular; second thighs, well muscled, stifles nicely bent.
6. Coat, rough and hard, especially wiry and long over eyes and under jaw.
7. Body, long, well ribbed up, with ribs well sprung, and great breadth across hips.
8. Loins arched, belly well drawn up.
9. Ears, small, with Greyhound-like carriage.
10. Feet, moderately large and round; toes, close, well arched.
11. Neck, long, well-arched and very strong.
12. Chest, very deep, moderately broad.
13. Shoulders, muscular, set sloping.
14. Tail, long and slightly curved.
15. Eyes, dark.

Note: The above in no way alters the Standard of Excellence, which must in all cases be rigidly adhered to; they simply give the various points in order of merit. If in any case they appear at variance with the Standard of Excellence, it is the latter which is correct.

Approved September 12, 1950