

**United Irish Fancy Canary Society Inc.**  
**also known as UIFCS**  
**By-Laws**

The mission of the UNITED IRISH FANCY CANARY SOCIETY INC is to promote, encourage and develop the proper breeding and care of the Irish Fancy Canary through research and the education of its members and the general public.

The following statements, provisions and conditions, having been approved by two-thirds of the voting members present, shall constitute the by-laws of the United Irish Fancy Canary Society Inc., a not-for-profit Association, and shall govern and control the conduct and actions of the organization and its membership.

**ARTICLE I**  
**MEMBERSHIP**

A. **Adults:** Fifteen (15) and older.

B. **Juniors:** Under fifteen (15) years of age the previous December 31st to be eligible for the current year.

C. **Membership Qualifications:** Any person who is interested in the care, promotion and breeding of Irish Fancy Canary.

D. Single Membership denote membership for one adult in a household.

E. Dual membership denotes two adults living in the same household.

F. Family membership denotes at least one adult and that person(s) remaining family living in the same household.

G. **Dues:** The annual dues for members shall be an amount established and voted on by a simple majority of members in good standing present at a meeting. These dues are payable on the 1st of January, and considered, as delinquent by January 31th of each year or the membership of the member who failed to pay, to UIFCS, will be considered delinquent and terminated at the option of UIFCS Board of Advisors.

H. **Meetings:** Meetings of the general membership will be held at least quarterly or at the discretion of the UIFCS Board of Advisors.

I. **Privileges:** Members will be accorded the following privileges, which will not be available to non-members unless approved by the Board of Advisors.

1. Addressing the membership.
2. Access to the UIFCS "Members Only" website page.
3. The ability to vote in elections and on matters of business of the organization. Junior members will not be given a vote until they reach adult status at the age of fifteen (15).
4. The ability to purchase bands that are traceable to that breeder.
5. The ability to purchase, "D" cup, mini drinkers and perch bosses directly.

G. **Termination of Membership:** When a member presents to the Board of Advisors, in writing, a signed complaint(s) about a particular Member(s), the Board of Advisors will direct the

Secretary Chair to mail a registered or certified letter to the member(s) subjected to the complaint(s), stating the allegations and specifying a date and time for a special meeting whereas the person(s) in question will have the opportunity to present their side of the issue. The accused person(s) may present evidence, call witness or witnesses; cross-examine his or her or their accusers at the hearing. If the accused member(s) does not appear at the special meeting, they forfeit any rights to present their version of the issue and the Board of Advisors will decide by a majority vote whether to suspend or terminate the member(s) or drop the complaint(s). The Board of Advisors shall have the final decision on how to address the issue or issues presented by the complaint or complaints.

**H. Consideration for Membership:** Any individual applying for membership with UIFCS shall, in addition to the yearly membership dues, and as a consideration for the granting of the membership by UIFCS, herein knowingly and intelligently waive any and all claims against UIFCA, its members, Board of Advisors, and members for any claim they may have in the future. Any person applying for membership or any current member whose conduct is considered detrimental to the good of the club, the Fancy, (i.e., who brings disgrace, discredit, exploits the club or any of its members for personal gains, or has or threatens legal action against a member or members of any bird fancy club will be subject to either expulsion from the club or denial of membership. This action will be determined by review and vote of the Board of Advisors. A decision based on a simple majority vote by the Board of Advisors is final.

**I. Member in Good Standing:** A member in good standing is a person whose annual dues are paid on or before January 31<sup>st</sup> of the membership year. Yearly membership will begin on January 1 and end on December 31 of that same year. There shall be a charge against and payable by all members of the organization in the form of yearly dues. Members who fail to pay this annual charge by March 1 of the membership year will be have their membership automatically suspended and must reapply for reinstatement. Officers of the organization so delinquent will vacate the office they hold and will not be reinstated to their vacated position if they reapply for reinstatement of membership.

**J: Club actions via electronically communication:**

Recognizing that from time to time there is a need for the Club to take action on some matters of business other than at the prescribed meetings, the following shall be the procedure for handling Club's business electronically: The Club's business can be conducted electronically as a need arises

This requires the following:

- a) Secretary Chair shall send an electronic communication, usually e-mail, initiating the subject of consideration to the members,
- b) Any final results, will be sent to the members by the Secretary Chair.
- c) On a matter requiring a vote only a simple majority of returned votes is required,
- d) Any vote already designated in the bylaws, such as a two-thirds majority required, remains unchanged.
- e) The Secretary Chair shall maintain a record of the correspondence and result.

**K. Bands**

Section 1: Only members of the club who have paid their annual dues shall be eligible to purchase club bands of the same year. To ensure traceability, no member shall give or sell

club bands to any other member whatsoever unless the Secretary/Treasurer Chairs are notified of band numbers and club member involved.

## **ARTICLE II BOARD OF DIRECTORS**

A. The Board of Advisors shall be composed of the seven (7) members in good standing for that current year.

The Board of Advisors shall consist of the following positions:

Meetings Chair

Vice Chair

Secretary Chair

Treasury Chair

Website Chair

Two (2) other Chairs

B. If any member of the Board of Advisors resigns during their term, they becomes ineligible to serve in any position for the remainder of that year.

C. In the event that a seat on the Board of Advisors is vacated, a replacement shall be elected by the general membership at the next scheduled meeting or at the discretion of the Board of Advisors

D. The Board of Advisors will meet quarterly or more often at their discretion. The Board of Advisors meeting can be canceled by a majority vote of the Board of Advisors.

E. Attendance: Any member of the Board of Advisors who fails to attend three (3) consecutive meetings without a valid reason may have their position terminated by the remaining Board of Advisors.

F. Any motions, resolutions or amendments pertaining to these by-laws that a member, other than a member of the Board of Advisors, wishes to place before the general membership, must be in the hands of the Meeting Chair or a or a Vice Chair, in writing, forty-eight hours before the Board meets. The Board of Advisors will then discuss and evaluate the proposal before submitting their recommendations to the general membership.

Action taken at a meeting of the Board of Advisors, however called and noticed or wherever held, are as valid as though taken at a regular meeting duly held after regular call and notice if a quorum be present and if, either before or after the meeting, each of the Advisors not present signs a written waiver of notice, a consent to holding such meeting or an approval of the minutes thereof. All such waivers, consents, or approval shall be filed with the minutes of the meeting.

Duties of the Board of Advisors:

1. Conduct all the organization's business.

2. Act as informational, fact-finding committees for the organization. They information and fact-finding reviews will then be passed on to the membership for voting.

G. Waiver of Compensation: Each and every member of the Board of Advisors, and Officers, when accepting the duties conferred upon themselves, knowingly acknowledge that the performance of employment designated is without compensation and knowingly waive any claim for compensation or salary payment in connection with such performance on behalf of or for UIFCS.

### **ARTICLE III Board of Advisors**

A. **Meetings Chair:** The Meeting chair is an elected position, and shall perform the duty of chairperson at regular meetings, board meetings and special meetings

B. **Vice Chair:** The Vice Chair is an elected position and shall be responsible for assisting the Meeting Chair with any club activity. Vice Chair is to serve as the Parliamentarian at all meetings.

C. **Secretarial Chair:** Shall be an elected officer and shall take minutes of all meetings and have them available for reading at all times. The Secretarial Chair is responsible for preparing a legible copy of these minutes to be kept by each Board of Advisors for the Organization's records. The Secretarial Chair will also keep an accurate membership record of active members and provide the website Chair with the names, phone numbers and emails of all members in good standing, when requested for update on the club's website.

D. **Treasury Chair:** The Treasury Chair shall be an elected position and shall have custody of all funds belonging to the Organization and shall maintain a full and accurate account of all funds. The Treasury Chair shall give a quarterly report. The Treasury Chair, shall be responsible for keeping an accurate set of books and providing for the preparation of necessary state and federal forms as required by the State and Federal laws with approval by the Board of Advisors prior to filing of such forms.

E. **Website Chair:** The Website Chair is not an elected position. The Website Chairperson, however, must be approved by a majority decision of the remaining Board of Advisors. The Website Chair is responsible for updating the organizations website as needed.

F. **Term of Office:** The term of all elected positions shall be for two (2) year.

G. **Election of Officers:** Election of Board of Advisors shall take place in the following manner: The Nominating Committee shall consist of the Board of Advisors who assume responsibility of the election activities at a meeting to be held in late November. The Nominating Committee will send out a notice to the membership asking if any member would like to fill a position. After this request has been presented, the Nominating Committee will present a slate of positions and names. Each position will also have a "write in" area. The membership will then have the opportunity to vote. Election of advisors can be accomplished by a majority vote of members in good who have chosen to vote on this matter. Results of the election will be announced in late December. Advisors begin their term of office in January 1<sup>st</sup> of the year elected to.

### **ARTICLE IV AMENDMENTS TO OR SUSPENSION OF THE BY-LAWS**

A. These by-laws shall be reviewed annually by the Board of Advisors. Any amendment(s) shall be ratified by a two-thirds vote of the majority of the Board of Advisors present before submitting to the general membership for a vote. The amendments will require a two-thirds vote of the majority of the general membership present, not to be less than 10 members in

good standing, to be adopted.

Any newly adopted amendments will become effective thirty days after ratification of the general membership unless an urgency clause is declared. Declaration of an urgency clause will cause the amendment(s) to take effect immediately after being ratified by the general membership.

B. A member can make a request to consider a suspension of the by-laws to take a special action not permitted by the by-laws. The Meeting Chair will ask if there is any objection; if there is no objection, the by-laws are suspended temporarily until the business or action is completed. A two-thirds vote of the members present is required to approve a suspension of the by-laws.

## **ARTICLE V VOTING**

A. The right to vote shall be limited to members in good standing only, one vote per single membership, two votes for a dual membership and for a family membership a vote for each member over the age of fifteen.

### **QUORUM:**

A. Board of Advisors Meetings: A quorum shall be composed of not less than five (5) members of the Board of Advisors.

B. General Meeting: A quorum shall consist of not less than 10 non-board members in good standing present at a regular or special meeting.

## **ARTICLE VI**

Organization name shall not be used for unauthorized purposes. The Board of Advisors can recommend the use of the Organization but a simple majority vote is needed of the voting membership to be approved.

## **ARTICLE VII LIABILITY AND RESPONSIBILITY**

The Organization shall not be held responsible and liable for unauthorized statements and/or opinions of any member(s) under any circumstance. Any statement or defamatory language either oral or in writing, published by any individual member attending either a meeting, a Board of Advisors' meeting and/or any special meeting, bird show or event, shall be the sole responsibility of that individual, and not attributable to UIFCS.

## **ARTICLE VIII INTERPRETATION**

A. The decision of the membership is final when interpreting any portion of these by-laws. Robert's Rules of Order will be the guide for conducting meetings and special meetings.

B. The general provisions, rules of construction and definitions contained in this By-Laws shall govern the construction of these By-Laws unless the context requires otherwise.

C. The general rule of construction of these By-Laws does not distinguish between sexual orientation or gender identification, race, national origin and/or religious affiliation. UIFCA is a

discrimination free organization with the sole purpose of promoting the care and breeding of the Irish Fancy Canary.

## **ARTICLE IX AFFILIATIONS**

A. Affiliation, association or membership with any society, federation or organization will be reviewed by the Board of Advisors, with their recommendation(s) going to the membership for a vote prior to a disbursement of any funds. The Board of Advisors is required to determine, to their satisfaction, that any organization to which funds are disbursed is achieving the goals to which United Irish Fancy Canary Society is dedicated.

B. A two-thirds majority vote by the Board of Directors present and the membership present will be required to authorize membership with any aforementioned organization.

## **ARTICLE X**

### **A. Dissolving of the Club**

Section 1: If the club changes i.e., a merger, or a hostile takeover, or termination of organization, then the club will be declared dissolved and the monies in the treasury will be distributed back to the members as follows:

1. The Treasury Chair will pay any and all outstanding financial obligations and then distribute the remaining balance, via shares, to current paid members in good standing, as follows: The value of a share will be determined by taking a count of the current membership in good standing. The treasury will be divided by this total of members, to determine the value of a share. Share dollars will be rounded down to the nearest dollar. Shares will be paid as follows: One (1) share to each current paid member. No members may claim more than one share. Any remaining treasury balance shall be donated at the discretion of the Treasury Chair. A final financial statement will be prepared by the Treasury Chair and sent to all current members in good standing with the club.