

# Constitution of the International Caspian Society

## 1. NAME

- 1.1. The name of the Society shall be the **International Caspian Society** (hereinafter called the ICS).
- 1.2. It shall be an organisation solely by agreement between the member societies and it shall be governed in its organisation by this Constitution and the Rules and Regulations annexed hereto.
- 1.3. Amendments to this Constitution, and Schedules annexed hereto, may only be made with the approval of two thirds of Council.

## 2. PURPOSE

The purpose of the ICS shall be:

- 2.1. To preserve, protect and promote the Caspian that shall be defined by reference to the Specification, ***Breed Type and Standard***, annexed hereto as Schedule 1
- 2.2. To record, publish and maintain the integrity of an International Caspian Stud Book (hereinafter called the ICSB) wherein eligible Purebred Caspian stock submitted through their member society shall be registered in accordance with the ***Rules and Regulations of Registration***, annexed hereto as Schedule 2.
- 2.3. To determine and enforce the ***Rules for Membership of the ICS*** annexed hereto as Schedule 3.
- 2.4. To determine and enforce the rules of registration and identification of Pure Bred Caspians.
- 2.5. To ensure goodwill and communication between member societies and the dissemination of good practice and ideas in respect to all matters relating to the preservation, protection and promotion of the Caspian.

## 3. MEMBERSHIP

Membership of the ICS is considered a privilege, not a right. Member societies shall be those societies approved by Council in accordance with Schedule 3 ***Rules of Membership of the ICS***.

## 4. GOVERNANCE

The ICS shall be governed by a Council which shall consist of one representative Appointment of Officers and Tenure

- 4.1. The ICS Council shall appoint, and be empowered to replace, a Chairman, Vice Chairman, Secretary, Registrar and Treasurer, and all shall be ex-officio members of Council.
- 4.2. Tenure of Office of the Chairman, Vice-Chairman, and Treasurer shall be two years. The Tenure of Office of the Secretary shall be for three years. With the exception of the Registrar, an ICS officer may serve for two consecutive terms and may serve additional terms only after a two year interim period.

- 4.3. Only one member of a family, partnership, relationship or business entity may serve on the ICS board at any given time.
- 4.4. The ICS Council shall appoint the Vice Chairman to the office of Chairman should this office become vacant during the two year term of tenure and such appointment shall be for the remainder of such term. Nothing in this document shall exclude the Vice Chairman being appointed for two consecutive terms of office following the completion of such interim term in accordance with 5.3.
- 4.5. In the event of any other office becoming vacant then an election will be held. If however the remaining term is less than 1/3<sup>rd</sup> of a full term, then Council may, at its discretion, co-opt or otherwise appoint an interim officer.

## **5. APPOINTMENT OF ICS REGISTRAR**

- 5.1. The Registrar shall be appointed by Council.
- 5.2. The Registrar may be appointed from any of the member societies and must be a member of such a society to be considered for appointment.
- 5.3. In order to maintain continuity, the Registrar can be removed from office only with the approval of two thirds of the ICS Council.
- 5.4. Should the Registrar resign, or be removed from office, then the Registrar of the Caspian Horse Society (UK, as legal successor to the founder of the ICSB), shall temporarily act as the Registrar of the ICSB until the Council appoints a new Registrar.
- 5.5. In the event that the Registrar is removed, or resigns from office, then the Council will immediately call for nominations, which can be submitted for consideration as at Clause 6.2. As legal successor to the founder of the ICSB, the Caspian Horse Society (UK) shall have the right to recommend to Council the appointment of the Registrar from the nominations received.
- 5.6. The Registrar will hold and maintain all registration and ICSB records and, so far as is reasonably possible, ensure member societies compliance with Schedule 2 ***Rules and Regulations of Registration***.

## **6. CONDUCT OF BUSINESS**

- 6.1. Council may act at, or without, a meeting, provided such action, unless otherwise stated, is approved by a simple majority of Council.
- 6.2. Notification of meetings or conduct of business shall be sent by the ICS Secretary to all ICS Council members and member secretaries. At least 21 days notification is required unless waived by a majority vote. In the latter case, 7 days notice, by telephone or electronic transmission will be accepted.
- 6.3. In recognition of the international nature of the society notification will be sent by electronic transmission (Facsimile or E-mail), unless a member notifies a standing request for postal notification. It is the responsibility of each member to notify the Secretary of any temporary breakdown of communications.
- 6.4. Council members and secretaries of member societies are responsible for advising their correct contact details to the ICS Secretary. Written notice of the preferred method and relevant address for notification must be provided to the ICS secretary and registrar within 7 days of any change. This address may be a postal address, facsimile number, e-mail address or any other appropriate form.

- 6.5. When notification of a meeting or other business is transmitted by the ICS Secretary to the address last notified by an officer of Council or member society, then notification is deemed to have been received.
- 6.6. The registered office of the ICS shall be the address of the Secretary and all correspondence and general business records shall be held and maintained in that office with the exception of those registration records held and maintained by the Registrar. Nothing herein shall prevent direct communication between the Registrar and the registrars of member societies in matters pertaining to registration of stock and maintenance of the ICSB.
- 6.7. The results of Council's deliberations and / or ballots shall be notified by the Secretary to Council members and the secretaries of member societies within 21 days.
- 6.8. Unless otherwise determined herein, decisions of Council shall be by simple majority. Simple majority is defined as a majority of those members who have chosen to vote.
- 6.9. Each member society's representative shall have one vote. The Vice-Chairman, Registrar, Secretary and Treasurer shall each have one vote.
- 6.10. The Chairman, who shall be empowered to vote only where the vote requires a two thirds majority, shall, in all events, have a casting vote.
- 6.11. Any member society or ex-officio member may abstain from voting if they so wish.

## **7. INTERNATIONAL CASPIAN STUDBOOK**

- 7.1. The ICSB shall be published in English.
- 7.2. The ICSB shall remain the property, including copyright and intellectual rights, through the ICS Registrar, of the Caspian Horse Society or their legal successors as entrusted by the British Caspian Trust.
- 7.3. The ICS Registrar shall provide annual ICSB updates to registrars of member societies.
- 7.4. The ICSB and additional volumes or appendices may be published from time to time at the discretion of the ICS Council.
- 7.5. Member societies must notify the ICS secretary within 7 days of any amendments to their Constitution, or rules, regulations and requirements. Changes to rules and regulations of registration must also be notified within 7 days to the ICS Registrar.

## **8. FINANCIAL AFFAIRS**

- 8.1. The ICS shall be a non-profit organisation.
- 8.2. The member societies shall pay any and all ICS Fees and Subscriptions which may be determined by Council from time to time.
- 8.3. Such fees will be applied to the maintenance and publication of the ICSB and the operation of the day to day business of the ICS.
- 8.4. Council members and ex-officio officers will not be entitled to any remuneration. However application for the recovery of reasonable costs, especially those incurred by the Registrar and Secretary, may be made for the approval of Council.

## **9. STANDING REGISTRATION COMMITTEE**

- 9.1. There shall be a **Standing Registration Committee**, hereinafter called the SRC, to consider proposed rules and regulations of registration for recommendation to Council. The SRC may also make recommendations pertaining to the maintenance and publication of the ICSB. The initial members of the SRC shall be the ICS Registrar and the Registrars of the member societies.

## **10. OTHER COMMITTEES**

The ICS may, from time to time, set up other committees which might include, but will not be limited to, matters such as:

- 10.1. A **Constitution Committee** to consider proposed amendments to the Constitution for recommendation to Council. The initial members of any Constitution Committee shall be one appointed representative from each member society.
- 10.2. A **Promotions Committee** to consider and recommend to Council methods to foster international communication and the promotion of the Caspian. The initial members of the Promotions Committee shall be one appointed representative from each member society.
- 10.3. There will be no limit to the number of Committees to which one representative may be appointed. A member of Council may be appointed as a representative to another committee.
- 10.4. A member society is not obligated to appoint a representative to an ad hoc committee and Council may appoint representatives to any committee whose considerations require specific expertise.

Amended 13/11/08