

THE CALGARY KENNEL AND OBEDIENCE CLUB

BY-LAWS

This printing of the By-Laws include the By-Laws adopted by the Society and registered with the Alberta Consumer and Corporate Affairs up to September 1990

JAN 23 2003

CALGARY KENNEL AND OBEDIENCE CLUB
Calgary, Alberta

BY-LAWS

ARTICLE I. NAME

The Society shall be "The Calgary Kennel and Obedience Club"

ARTICLE II. HEAD OFFICE

The head office of the Society shall be Calgary, Alberta. The area of operation shall be Calgary and 30 miles radius of Calgary.

ARTICLE III. RECORDING OFFICE

The recording office of the Society shall be at such place as may be determined from time to time by the Executive Board.

ARTICLE IV. GENDER OR SINGULAR WORDING

In these By-Laws unless the context otherwise requires, words imparting singular number or masculine gender shall include plural number or feminine gender as the case may be and vice versa.

ARTICLE V. OBJECTS

The Society shall have as its Objects the encouragement and development of pure-bred dogs by:

- (a) adopting means to encourage and assist persons engaged in the breeding, rearing, training and showing of dogs.
- (b) and in such other ways permitted by the Livestock Pedigree Act (1949), and as it may seem fit, encourage, guide and advance the welfare of dogs and their owners.

ARTICLE VI. PRIVILEGES

1. The privileges of the Society as they apply to all persons shall mean all those privileges accorded to members of the Society as set forth in these By-Laws and any privileges extended by order of the Executive.
2. Any person availing themselves of the privileges of the Society as set forth in this Article shall by such act be deemed to have agreed to the authority of the Society and its Executive as conferred on the Society by the By-Laws.

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3. No member or person who has been expelled, suspended or deprived of the privileges of the Society shall be entitled to any of the rights and privileges of the Society unless reinstated.
4. Rights of Voting shall be limited to ordinary and life members in good standing who have attended four general meetings in the past 12 months as per Article VII., Members.

ARTICLE VII. MEMBERS

1. Classes:

(a) Ordinary Members:

Shall be those paid members who have attended:

- four (4) general meetings

This membership pays dues, has a vote once attending four (4) general meetings within the previous twelve (12) months as stated elsewhere in these By-Laws, can hold elected office, and has all the normal duties, obligations and responsibilities of a member of a Society. A formal application for membership is required. Notwithstanding the provisions of these By-Laws, an ordinary member in good standing as at the time of enactment of this section shall be eligible to continue as an ordinary member. An ordinary member may be permitted to vote by proxy on any printed motion received within fourteen (14) days prior to the vote providing voting eligibility has been met as per Article VI. Section 4.

(b) Associate Members:

shall be those members who have paid the prescribed fees but have not attended four (4) general meetings but may have attended random general meetings within the twelve (12) months pertinent to Article VI. Section 4. Privileges are restricted to attending meetings and receiving minutes.

(c) Life Members:

shall be those persons who have been recognized as outstanding club members by vote of 75% of the membership. Membership dues are waived for life for these persons and they will have all privileges accorded to ordinary members including voting rights per Article VI. Section 4.

2. Eligibility:

No person shall be eligible for, or continue to enjoy membership who:

- (a) is under suspension or expulsion by the Canadian Kennel Club or any like recognized Club(s), or any other association incorporated under The Livestock Pedigree Act;
- (b) is engaged in the breeding, buying or selling of dogs which are not purebred;
- (c) is indebted to the Society for membership dues, entry fees, advertising or other services for a longer period than three (3) months after the account is due unless satisfactory arrangements have been made;
- (d) has left or resigned from the Society by membership withdrawal or expulsion for whatever reason. A new membership application would be subject to executive review along with a favorable recommendation to the membership along with a 100% yes vote by the ordinary voting membership to reinstate.
- (e) is less than eighteen (18) years of age on the day of application.

3. Application for Membership:

An application for membership shall be in writing and in such form as the executive may prescribe from time to time and be signed by the individual applicant along with sponsorship by one ordinary member in good standing. The application must be approved by 2/3 majority vote of those present and eligible to vote at a general meeting. Any individual rejected for membership by the club will be provided with a written explanation.

4. Membership Year:

The membership year of the Society shall be twelve (12) consecutive months from January 1 of each calendar year.

5. Fees:

- (a) the membership fee for an ordinary member is determined by the Executive Committee from time to time with 2/3 majority vote by voting membership present at general meeting. Renewal fee is due December 31 of each year. When membership remains unpaid for a period of three (3) months or more, then the right to renew membership is automatically forfeited.

- (b) the membership fee for an associate member is as determined from time to time by the Executive Committee with 2/3 majority vote by voting membership present at general meeting. The fee must accompany the application for associate membership and is non-refundable. Renewal of associate membership is due December 31 of each year. When membership remains unpaid for a period of three (3) months or more, then the right to renew membership is automatically forfeited.
- (c) no membership privileges may be accorded after March 31 unless prescribed membership dues are paid.

6. Notices:

Each member shall communicate his address and change of address to the Secretary and all notices mailed to the last known address in the records of the Society shall be deemed good notice upon him at the time of such posting.

7. By-Laws:

The By-Laws of the Society bind each member thereof as fully as though he had subscribed his name and affixed his seal thereto. These By-Laws shall be printed and a copy of them delivered to each member or transmitted to his last known address in the records of the Society. No person, whether member or not, shall be absolved from the effect of the By-Laws on any allegation of not having received them, or of ignorance of their contents or meaning.

8. Termination of Membership:

Memberships may be terminated by:

(a) Resignation:

any member who wishes to resign must give written notice to the Secretary. Any member who ceases to belong to the Society, either by resignation or otherwise, shall have no claims upon, or be entitled to participate in, any of the effects or property belonging to the Society, nor to have any part of his membership fee for the current year returned to him.

(b) Expulsion:

a membership may be terminated by expulsion with a 2/3 majority vote by voting general membership as per Article VI. Section 4 and Article X of these By-Laws.

The expelled member shall return all Society property to the Secretary within ten (10) working days after receiving written notice of expulsion.

(c) Lapsing:

a membership will be considered lapsed and automatically terminated if such members dues remain unpaid by March 31. In no case may a person whose dues remain unpaid as of that date be entitled to vote at any Society meeting, nor receive any Society information.

(d) Termination:

Termination may also occur as a result of deprivation, suspension, debarment, Expulsion or termination of Canadian Kennel Club membership as imposed by the Canadian Kennel Club's Discipline Committee.

Any member who shall cease to belong to the Society, be resignation or otherwise, shall have no claim upon, or be entitled to participate in, any of the effects or property belonging to the Society, nor to have any part of membership fee for the current year returned to him. All property of the Society must be returned to the Secretary within ten (10) working days.

ARTICLE VIII. MEETINGS

1. Annual Meeting:

The Annual General Meeting of the membership shall be held in the month of January in each year. Written notice of each such meeting shall be mailed by the Secretary to each member at least fourteen (14) days prior to the date of the meeting. In the event of a postal strike, notice shall be by telephone.

2. General Meeting:

There shall be a minimum of seven (7) General Meetings held by the Society each Society year. The Secretary shall endeavour to provide each member with written notice of each General Meeting at least ten (10) days in advance, however failure of the Secretary to do so, regardless of cause, does not constitute cancellation of the said General Meeting, providing said meeting is held at the time, place and day of the month the General Meeting is usually held. In the event the time, place or day of the month is changed, the Secretary shall notify the general membership in writing fourteen (14) days in advance.

3. Special Meetings:

The Secretary shall notify members of Special Meetings, i.e.: complaint hearings or other emergency business, in writing to be mailed at least fourteen (14) days prior to the meeting date.

4. Committee Meetings:

Committee Meetings shall be held as deemed necessary by the Committee Chairperson or by written petition of the majority of the committee members, not including the Chairperson. In the event of a petition by the committee members, the Chairperson shall call a Committee Meeting within thirty (30) days of written notice of such petition. In the event the Chairperson fails, refuses or is not able to call such a meeting, then the President shall act as Chairperson for that meeting. The Committee shall consist of past Chairperson, current Chairperson, and at least one (1) other member of the committee.

5. Executive Meetings:

There shall be a minimum of six (6) Executive Meetings held each Society year. One (1) of the six Executive Meetings shall be held within one month of the election of the Executive.

6. Quorums:

Quorums for Special, General or Annual Meetings shall be 25% of ordinary voting members plus 75% of the executive;

- or -

50% of the ordinary membership plus two (2) of five (5) elected Executive Members, one of which shall be the President or Vice President, plus one other Executive Member. Quorum for Executive Committee shall be three (3) of five (5) currently holding office.

ARTICLE IX. ORDER OF BUSINESS

1. The order of business at all General Meetings shall be as follows:

- (a) Identification of Members
- (b) Reading Minutes of previous meeting
- (c) Financial Report
- (d) Reports of Officers and Committees
- (e) Correspondence - (General Meeting)
- (f) Election of Officers - (Annual Meeting)
- (g) Unfinished business
- (h) New Business
- (i) Adjournment

2. The above order with the exception of (a), identification of members, may be changed at the pleasure of the meeting assembled.

ARTICLE X. DISCIPLINE

1. Canadian Kennel Club Suspension:

Any member who is suspended from the privileges of The Canadian Kennel Club shall be automatically suspended from the privileges of the Society for a like period.

2. Charges:

Any voting member in good standing may prefer charges against any other ordinary member or executive member for alleged misconduct prejudicial to the best interests of the Society or to purebred dogs. Written charges with specifications must be filed in duplicate with the Secretary, providing that is not the member so charged, in which case, charges may be filed with an alternative member of the executive. The Secretary will promptly send a copy of the charges to each member of the executive and the executive shall first consider whether the actions alleged in the charges, if proven might constitute conduct prejudicial to the best interests of the Society or purebred dogs. If the executive considers the charges do not allege conduct which would be prejudicial to the best interests of the Society or purebred dogs, they may refuse to entertain jurisdiction of the charges. In such case, the Secretary shall promptly notify the complainant of the decision of the executive. In such case as the executive considers the charges prejudicial to the best interests of the Society or purebred dogs, it shall fix a date of hearing by the membership not less than three (3) weeks and not more than seven (7) weeks thereafter. The Secretary shall promptly send one copy of the charges to the accused member by registered mail together with notice of hearing and the assurance that the defendant may personally appear in his own defence and bring witnesses if he wishes. The Secretary shall promptly send notice of hearing to each member of the Society. The executive shall take a recommendation to the general membership which may be passed by a vote of 2/3 of the membership. In the case the membership rejects the recommendation of the executive, they may bring forth their own recommendation which must pass by vote of 2/3 of the membership. The general membership may vote either in person or by proxy on any written motion with fourteen (14) days prior notice. A motion may be made to suspend, expel or in the case of an executive member, removal from office plus suspension or expulsion depending on severity of charges and motion passed by 2/3 of the general membership.

3. Right of Appeal of Complaint:

The complainant has the right to appeal to the membership in such cases the executive does not sustain charges. Written notice of appeal must be filed with the Secretary in duplicate together with a fee of twenty-five dollars (\$25.00) which shall be forfeited if such charges are not sustained by the membership. The Secretary shall promptly send a copy of the appeal to each member of the executive, or in the case of an executive member being charged, to every member of the executive excluding the executive member so charged. A hearing date shall be fixed not less than three (3) weeks and not more than seven (7) weeks thereafter. See Article X. Section 2.

4. Charges Against Officers and Directors:

Any member may bring charges against a member of the executive for alleged misconduct prejudicial to the best interests of the Society or purebred dogs. A complaint may be filed with any other member of executive than the one so charged. The same procedures, voting and right of appeal will exist for an executive member as per Article X. Sections 2 and 3. In the case of the Secretary being charged, another member of the executive shall fulfill the position of the Secretary. In the case an executive member is removed from office that position shall be filled by appointment by the President or Vice President until the next election of officers is held.

ARTICLE XI. OFFICERS OF THE SOCIETY

The officers of the Society shall consist of:

- (a) President
- (b) Past-President
- (c) Vice-President
- (d) Secretary
- (e) Treasurer: provided that the office of Secretary and Treasurer may be combined and one person elected to fill both Offices.
- (f) Show Chairman

In the event of a vacancy on the board, the only executive positions that may be combined are that of the Secretary and Treasurer.

ARTICLE XII. NOMINATIONS AND ELECTION OF OFFICERS

1) Nominations

- a) No person may be a candidate in a club election who has not been nominated in accordance with these By-laws. A Nominating Committee shall be chosen by the Board of Directors before October 30. The Committee shall consist of three members, no more than one of whom may be a member of the current Board of Directors. The Board shall name a Chairman of the Committee. The Nominating Committee may conduct its business by mail.
- b) The Nominating Committee shall nominate from among the eligible members of the Club, one candidate for each office and for each other position on the Board of Directors and shall procure the acceptance of each nominee so chosen. To be eligible the candidate should be a member in good standing for a minimum of one(1) year and shall have attended four (4) general meetings in the past twelve (12) months. Candidates shall not be nominated for more than one office or position. The Committee shall then submit its slate of candidates to the Secretary who shall mail the list, including the full name of each candidate, to each member of the Club on or before November 30 so that additional nominations may be made by the members if they so desire.

2) Voting

At the Annual General Meeting or at a Special General Meeting of the Club, the voting for election of officers and directors will be held. The voting shall be limited to those members in good standing who are present. **Voting by proxy will not be permitted.**

3) Elections

Ballots

The Election of Officers and Directors shall be conducted by secret ballot. Ballots, to be valid, must be received by the Secretary at the meeting. Ballots shall be counted at the meeting by three inspectors of election who are members in good standing and not candidates on the ballot. The person receiving the largest number of votes from each position shall be declared elected. If any nominee is unable to serve for any reason, such nominee shall not be elected and the vacancy so created shall be filled by the new Board of Directors. All Officers shall serve without remuneration.

ARTICLE XIII. DUTIES OF OFFICERS

1. President:

The President shall preside at all meetings of the Society and shall be the Chief Executive Officer exercising general supervision over the interests and welfare of the Society. He shall be ex-officio a member of all committees. The President can form whatever special committees are required or deemed necessary, i.e. Judges Committee, Education Committee etc. and make appointments to such committees. He is the Chairperson of the Executive Committee.

2. Past President:

Every Past President is expected to serve one (1) year in an advisory capacity to the new President and Executive. He may be asked to join an Executive Committee Meeting in an advisory capacity.

3. Vice-President:

It shall be the duty of the Vice-President to perform the duties of the President when the latter is absent or when requested to do so by the President. The Vice-President shall be designated to sit on the Show Committee. The past Vice-President is also expected to serve one (1) year in an advisory capacity to the current Vice-President.

4. Secretary:

It shall be the duty of the Secretary to attend all meetings of the Society and when requested to do so, attend meetings of the Committees of the Society; to keep minutes of meetings and to attend to all correspondence and other clerical work under direction of the Executive Committee. In the case of absence of the Secretary, his duties shall be discharged by such officer as may be appointed by the Executive Committee. The past Secretary is also expected to serve one (1) year in an advisory capacity to the current Secretary.

5. Treasurer:

The Treasurer shall be eligible for bonding and shall keep accounts of the Society in books suitable for that purpose. He shall collect all fees and other revenue of the Society and deposit all monies belonging to the Society in a Chartered Bank of Canada. He shall be authorized to settle all legitimate bills incurred by the Society. He shall present a report of the financial condition of the Society at each General Meeting. The past Treasurer is expected to serve one (1) year in an advisory capacity to the current Treasurer.

6. Show Chairman:

The Show Chairman shall have the responsibility of co-ordinating the activities of the Show Committee and must appoint a minimum of five (5) members within thirty (30) days of the election to office, which members shall be, but not limited to, the Show Secretary, Obedience Chairman, Chief Ring Stewards for Conformation and/or Obedience, Show Superintendent, Bondable Show Treasurer, Executive Vice-President, and any other positions deemed necessary to operate the Show Committee and must present a report of the activities of the Show Committee at each General Meeting. The past Show Chairman is expected to serve one (1) year in an advisory capacity to the current Show Chairperson.

ARTICLE XIV. COMMITTEES

a) Committees

Standing Committees:

The Board may each year appoint standing committees to advance the work of the Club in such matters as Conformation Shows, 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. Ad hoc committees may from time to time be appointed by the Board to aid the Board with specific projects.

b) Show Committees

1. The Show Committee, under direction of the Show Chairperson, shall have the responsibility of co-ordinating all arrangements incidental to the efficient operation of conducting any All Breed Championship Dog Shows and/or Licensed Obedience Trials that are held under the auspices of the Society, subject to approval of the Executive Committee.
2. The Show Chairman may call meetings of this committee whenever deemed necessary or at the request of three (3) or more members of this committee.
3. The Show Committee will establish a show budget for each show. The Society will advance funds to the Show Treasurer as required by this body.
4. People not allowed to enter or handle a dog at a show or trial held by the Society are as per the Canadian Kennel Club Dog Show Rules.

c) Committee Appointments

Any committee appointment may be terminated by a majority vote of the Board upon written notice being sent to the appointees and the Board may appoint a successor to the person whose services have been terminated.

ARTICLE XV. EXECUTIVE COMMITTEE

1. The Executive Committee shall consist of the President, Vice-President, Secretary, Treasurer and Show Chairman. Three (3) of five (5) shall be considered a quorum.
2. The fundamental purpose of this committee is to ensure that the best interests of the Society are being served.
3. Meetings of this committee as per Article VIII, Section 5 of these By-Laws but additional meetings may be called at the request of two (2) or more members of this committee.
4. Each Executive Member must attend a minimum of four (4) Executive Meetings in a Society year or their position will be considered vacant.

ARTICLE XVI. FINANCIAL

1. The books and accounting records of the Society may be inspected upon request by any member in good standing at any General Meeting of the Society at the time and place of the said meeting, with fourteen (14) days prior written notice of the Treasurer.
2. The Fiscal Year-End of the Society shall be December 31 in each and every year.
3. Two members of the Society or a professional accountant shall be appointed by the members of the Society at a General Meeting, or be held prior to the end of the fiscal year, to audit the Society's books of account at the end of the fiscal year.

4. Two signatures shall be required on any cheques written on the Society's bank account(s). Those authorized to sign cheques on behalf of the Society shall be the Treasurer, or in the case of the Show Account, the Show Treasurer, and two other officers who shall be appointed by the Executive Committee at the first Executive Committee Meeting after the election. No two persons from the same household shall have signing authority.
5. The Society shall have no borrowing powers.
6. Shows will be accounted for by the Show Treasurer who will report to the Society. Then at the end of each show the accounts of the Show Treasurer will be audited by the Treasurer.

ARTICLE XVII. DISSOLUTION OF THE SOCIETY

1. The Society may be dissolved at any time by providing to The Canadian Kennel Club written documentation signed by at least two-thirds (2/3) of the members of the Society who are in favour of this decision; proxies are not permitted.
2. In the event of the dissolution of the Society for any reason, all assets of the Society shall be liquidated and the members will decide by a 2/3 majority vote how the funds will be dispersed. **None of the assets will be distributed to any members of the club.**

ARTICLE XVIII. CORPORATE SEAL

The seal, an impression of which is stamped in the margin of the original of the By-Laws, shall be the Corporate Seal of the Society and be kept in the possession of the President.

ARTICLE XIX. REVISION OR AMENDMENT OF BY-LAWS

Amendments may be proposed by the Board or petitioned from the members. 2/3 vote of all eligible members is required to pass amendments to the constitution and by-laws; voting by proxy is not permitted.

Revised and amended by Special Resolution passed this 29th day of January, 2002.

President

Secretary