



Cornwall District Kennel Club Constitution & By-Laws

Article I - Name of Club and Area of Operation

- 1.1 The name of the Club shall be Cornwall District Kennel Club Incorporated, hereinafter referred to as the "Club" or CDKC.
- 1.2 The area of operation shall be the City of Cornwall and a radius within Canada of 100 miles.

Article II - The objectives of the Club

- 2.1 The objectives of the Club shall be:
 - a) To encourage and promote quality in breeding purebred dogs and to do all possible to bring their natural qualities to perfection.
 - b) To develop educational programs as part of the Clubs' activities and provide Club members with opportunities to increase their knowledge of purebred dogs.
 - c) To urge members and breeders to accept the standards of breeds as approved by the Canadian Kennel Club (CKC) as the premier standard of excellence.
 - d) To do all in its power to protect and advance the interest of the breeds and to encourage sportsmanlike competition at conformation shows, field trials and tests, obedience and rally trials and all other events sanctioned by the CKC.
 - e) To conduct, where possible, sanctioned and approved events under the rules of the CKC and to abide by the principals of the CKC Code of Ethics.
 - f) The Club shall be operated on a not-for-profit basis. Any resulting surplus shall not be used to the benefit of any member of the club.
 - g) The members of the Club shall adopt this Constitution and By-Laws and may from time to time revise such Constitution and By-Laws as may be required to carry out these objectives.

Article III - Membership

- 3.1 Membership Year

Membership in the Club shall be based on the calendar year.
- 3.2 Eligibility

Membership shall be open to all persons eighteen years of age and older who are members in good standing with the CKC or who are eligible for membership and who subscribe to the purposes of the Club and those of the CKC.
- 3.3 Types of Membership

There shall be seven (7) types of memberships as follows:

 - a) Regular Member - resides within the area of operation and has served one (1) year as an Associate Member.
 - b) Regular Life Member - regular continuous member with 25 years of service.
 - c) Non-Resident Member - Residents of the U.S.A.
 - d) Associate Member - new member (first year) residing in the area of operation or a member residing outside of the area of operation.
 - e) Honourary - Honourary Members shall have no voting rights nor may they hold office. Honourary Membership may be awarded to those persons who have made outstanding contributions to the CDKC, and whose names have been presented at a CDKC AGM by the Board of Directors for a two-thirds (2/3) majority consent of the members present. Honourary Members shall be free from payment of membership fees. Honourary members may also consist of any Life Members who have passed on. Their name will automatically be transitioned to "Honourary Member" and remain so in perpetuity.
 - f) Family

g) Junior (10 to 18 years of age).

3.4 Dues

Membership dues shall be payable by the first day of each year. During the month of November, the Secretary shall notify each member, by Canada Post, email or other electronic means, that the dues for the ensuing year are payable. Annual membership fees shall be established by the Board of Directors.

3.5 Application for 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 Constitution and By-Laws and the rules of the CDKC and CKC. The application shall state the name, address, telephone number and email address of the applicant. Accompanying the application, the prospective member shall submit payment of dues for the current year.

3.6 Approval of Membership

Applicants will be approved by the Board of Directors. Affirmative votes of 2/3 of the Board shall be required to approve the applicant.

3.7 Rejection of Membership

Any applicant who has been rejected must be provided in writing with a reason for such rejection.

3.8 Termination of Membership

Membership may be terminated as follows:

- 1) Resignation - Any member in good standing may resign from the Club upon providing written notice to the Secretary.
- 2) Lapsing - A membership will be considered as lapsed and automatically terminated if such member's dues remain unpaid 60 days after the first day of the fiscal year.
- 3) Expulsion - A membership may be terminated by expulsion as provided in Section 11 of these Constitution and By-Laws.

3.9 Voting Privileges

An individual must be an associate member for one full year prior to being granted voting privileges. Unpaid membership dues shall constitute denial of voting privileges. Only Regular, Regular Life, Non-Resident and Family members are entitled to vote.

Article IV - General Meetings

4.1 The Annual General Meeting of the Club shall be held in the month of November at a place, date and hour designated by the Board of Directors. The meeting may also be held via electronic means to be determined by the Board. Written notice of the annual meeting shall be emailed or mailed in absence of email address by the Secretary to each member at least thirty (30) days prior to the date of the meeting. The quorum for the annual meeting shall be a simple majority of attending members, all of whom must be in good standing with the Club.

4.2 Special General Meetings

- a) The Board may call a Special General Meeting of the Club at any time by providing such notices to the membership.
- b) The Board is obligated to call a Special General Meeting upon the Secretary receiving a formal request. Such requests must be signed by at least 20% of the members in good standing.

4.3 Board meetings

The first meeting of the Board shall be held in January immediately following the election of the Board. Other meetings of the Board of Directors shall be held at such times and places as are agreed to by majority vote of the Board. The meeting may also be held via electronic means to be determined by the Board. The Secretary shall email or mail, in absence of an email address, written notice of such meetings to each member of the Board at least 15 days prior to the date of the meeting.

- a) The quorum for a Board meeting shall be a majority of the Board voting in person, by mail or electronic mail.
- b) The Board of Directors may conduct its business by mail or electronic means. If business is to be conducted in either of these manners, all correspondence sent by the Secretary must be identical.

Article V - Board of Directors

5.1 The Board of Directors shall be comprised of the Officers (President, Vice-President, Past President, Secretary and Treasurer) and, if possible, two Directors all of whom shall be residents of Canada and regular members in good standing with the Club and the CKC. They shall be elected for a term of two (2) years and shall serve until their successors are elected. General management of the Club's affairs shall be entrusted to the Board of Directors. Only one member of a family may serve on the Board of Directors during any given term.

5.2 Officers

- a) The President shall preside at all General, Board and Special Meetings and shall have the power to appoint special committees subject to the approval of the Board of Directors. He/she shall ensure that all orders and resolutions of the Board be carried into effect. He/she shall submit an annual report to the membership on the Club's activities and conditions at the Annual General Meeting.
- b) The Vice-President shall assume the duties and exercise the responsibilities of the President upon the direction of the President, or in such cases as the President is unable to carry out the responsibilities of the President, he/she shall assume such duties as are decided by the Board.
- c) The Past President shall act in an advisory capacity to ensure continuity. The Past President shall have all the rights and privileges of any other Board member. The Past President position will be for a term of one (1) year.
- d) The Secretary shall keep a record of all Board and General meetings of the Club and all votes taken in the order of business. The Secretary shall receive and send correspondence including the minutes on behalf of the Club to notify members of meetings, notify new members of their acceptance as members, notify Officers and Directors of their election to office, and carry out such other duties as are prescribed in these by-laws.
- e) The Treasurer shall properly keep accounts of the Club. The Treasurer shall present income statements to the executive Committee and a list of expenditures for approval. He/she shall deposit into the Club Bank Account all monies collected that belong to the Club. The Treasurer shall sign all cheques drawn on the account of the Club along with either the President or the Vice-President. All cheques must have two (2) signatures to be negotiable. The Club should always maintain three (3) signing officers of which any two (2) can sign cheques on behalf of the Club. The Treasurer shall supply a financial report to the General Membership Meetings and other financial information of general interest. He/she shall make sure that all disbursements of the Club funds will be by cheque. The Treasurer shall ensure that an accountant examines the books for the end of the Fiscal Year. Such accountant must have the approval of the Executive.
- f) Performance Director shall be responsible for coordinating Obedience events, including securing a suitable venue for and scheduling of Obedience classes, and recommending qualified Obedience instructors for said classes, and recommending qualified CKC approved judges for Obedience Trials, and other tasks deemed appropriate, as related to Obedience duties.
- g) Conformation Director shall be responsible for coordinating Conformation events which, along with the Performance Director, can include securing a suitable venue for and scheduling of show handling classes, and recommending qualified instructors for said classes. They may also recommend qualified

judges for conformation shows or matches, and other tasks deemed appropriate, as related to Conformation duties.

- h) Memberships and Communications Director shall be responsible for maintaining an accurate list of the club membership, sending out membership applications and renewal notices, and collecting membership fees, and other tasks deemed appropriate, as related to Membership duties.

5.3 Vacancies

Should a vacancy occur on the Board, the Board may appoint a member of the Club to fill the vacancy. Should a vacancy occur in the office of President, such vacancy shall be filled automatically by the Vice-President and the resulting vacancy in the office of Vice-President shall be filled by a majority vote of the Board.

5.4 Terms of Office

The elected Officers and Directors shall take office on January 1 of the year following the election. Each of the former Board members shall turn over to his successor in office, all properties and records relating to that office by January 1 of the new term.

Article VI - Club Year

The Club's fiscal year shall begin on the first (1) of January and end on the thirty-first (31) day of December.

Article VII - Finances

The Club must have a separate and independent bank account in the name of the Club and all cheques drawn from the Club account must have the signature of a minimum of any two of the three signing officers identifying their office positions.

Article VIII - Voting

At the Annual General Meeting or at a Special General Meeting of the Club, voting shall be limited to those members in good standing who are present at the meeting, except for the election of Officers, Directors and amendments to the Constitution and By-Laws which shall be decided by written ballot. Voting by proxy shall not be permitted. The Board of Directors may decide to submit other specific questions for decision of the members by written mail in ballot.

Article IX - Elections

9.1 Ballots

The election of Officers and Directors shall be conducted by secret ballot. Ballots shall be counted at the meeting by three inspectors of election who are members in good standing. The scrutineer may not be a candidate on the ballot and will ensure that only members eligible to vote receive ballots. The scrutineer shall be chosen in advance by the Board or by the members present at the meeting. The person receiving the largest number of votes for 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 in the manner provided in section 5.3. Officers and Directors of the Club shall be elected by members of the Club.

9.2 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 Chair shall be chosen by the Board of Directors before September 1. The Chair will then fill their committee positions which shall consist of three members in good standing, no more than one of whom may be a member of the current Board of Directors. The Board shall name a Chairperson for the committee. The nominating Committee may conduct its business by electronic means.

- 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. They shall procure, in writing, the acceptance of each nominee so chosen. 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 will, by mail or email, send the proposed slate of officers, including the full name and address of each candidate, to each member of the Club on or before October 1 so that additional nominations may be made by the members if they so desire.
- c) Additional nominations of eligible members may be made by written petition addressed to the Secretary and received at his/her regular address on or before November 1, signed by two (2) members and accompanied by the printed name and written signature of the proposed nominee, signifying his/her willingness to be a candidate.

Article X - Committees

10.1 Standing Committees

The Board may each year appoint standing committees to advance the work of the Club. Such committees shall always be subject to 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.

10.2 Committee Appointments

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

Article XI - Discipline

11.1 Canadian Kennel Club suspension

Any member who is suspended, debarred, expelled or deprived of the privileges of the Canadian Kennel Club, automatically shall be suspended from the privileges of the Club for a like period.

11.2 Complaints

- a) Any member may lay a complaint against a member for alleged misconduct prejudicial to the best interest of the Club. Written complaints containing details of the alleged misconduct must be filed with the President and Secretary together with a deposit of \$50.00, which shall be forfeited if the defendant is found guilty at a hearing of the Board or of a committee duly appointed for this purpose.
- b) The Secretary upon receiving such a complaint, shall forward within thirty (30) days, a copy of the complaint along with a notice of hearing to the defendant, the complainant and each member of the Board or appointed committee.
- c) The hearing date shall be set no later than ninety (90) days for the receipt of the complaint. If the hearing is held by the Board, a minimum of four (4) members of the Board must be present. In the event that the hearing is held by a committee, at least a majority of the appointed committee shall be present. Should a complaint be laid against the Secretary, then the President shall act in accordance with these by-laws.

11.3 Hearing

The Board or appointed committee shall ensure that both the complainant and the defendant are treated fairly and in accordance with the rules of natural justice. Should the complaint be sustained, after hearing all evidence and testimony presented by the complainant and defendant, the Board or committee may by a majority vote of those present, impose an appropriate penalty. The Secretary shall then notify each of the parties of the decision within thirty (30) days of the decision.

11.4 Expulsion

- a) Expulsion of a member from the club shall be accomplished at the first General Meeting of the Club following a proper hearing and upon the recommendation of the Board or committee being provided as

stated in Section 3 of this Article. The President shall read the complaint and report the findings and recommendations of the Board or appointed committee, and shall invite the defendant, if present, to speak on his/her own behalf. The meeting shall then vote by secret written ballot on the proposed expulsion. A 2/3 vote of those present shall be necessary for expulsion.

- b) At the discretion of the Board, expulsion may also take place by a Canada Post mail-in vote consisting of two thirds (2/3) majority of all eligible voting members in favour of expulsion. Proxy voting is not permitted.

Article XII - Amendments

Amendments to the constitution and/or by-laws will be forwarded to the CKC Shows and Trials Division within thirty (30) days of being passed.

12.1 Proposal for Amendments

Amendments to the Constitution and/or the by-laws may be proposed by the Board of Directors or by any member in good standing. Any proposal from the membership should be submitted to the Secretary. Amendments proposed by such petition shall be considered by the Board of Directors for discussion and must subsequently be presented to the Membership within ninety (90) days of the date when the petition was received by the Secretary.

12.2 Amendments By Vote

The constitution and/or by-laws may be amended at any time provided a copy of the proposed amendment has been forwarded to the Membership for further input by the Secretary. If, after two weeks no further comments have been made by the members a Notice of vote for or against the proposed amendment shall be sent to the membership. A date not less than fourteen (14) days after the date of the Notice by which date votes must be returned to the Secretary to be tabulated. A two-thirds (2/3) majority of all votes received is required. Proxies are not permitted.

Article XIII - Dissolution

The Club may be dissolved at any time by providing the Canadian Kennel Club, written documentation signed by two-thirds (2/3) of the members of the Club who are in favour of this decision. Proxies are not permitted. In the event of this dissolution of the Club, other than for purposes of reorganization whether voluntary or involuntary or by operation of the 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. After payment of the debts of the Club, its assets shall be given to a charitable organization for the benefit of dogs, such organization being selected by the Board of Directors.

Article XIV - Order of Business

- 14.1 At meetings 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 the President
- Report of the Secretary
- Report of the Treasurer
- Reports of the Committees
- Election of Officers and Board (At Annual Meetings)
- Announcement and acceptance of New members
- Unfinished Business
- New Business
- Adjournment

- 14.2 At meetings of the Board, the order of business, unless otherwise directed by majority

vote of the present shall be as follows:

- Reading or minutes of last meeting
- Report of the Secretary
- Report of the Treasurer
- Reports of the Committees
- Unfinished Business
- Announcement and acceptance of New Members
- New Business
- Adjournment