

# **THE CONSTITUTION & BYLAWS**



**OF THE**

# **HORSESHOE HUNTING RETRIEVER CLUB**

Revised Jan. 2008  
Approved December 2008

## **ARTICLE I NAME**

The name of the Club shall be the Horseshoe Hunting Retriever Club, hereinafter referred to as the club.

## **ARTICLE II AREA OF OPERATION**

The club operates within a 200km radius of the City of Hamilton, not exceeding the Canada-USA border.

## **ARTICLE III OBJECTIVES**

The objectives of the club shall be:

1. To promote and develop interest in the working functions of the breeds recognized for participation in CKC Hunt and Working Certificate Tests, and Field Trials, and NAHRA Hunt Tests.
2. As a member club, to support and uphold the by-laws of CKC and NAHRA.
3. To conduct approved and licensed events under the respective rules of CKC and NAHRA. Such events include but are not limited to: working certificate tests, hunt tests, and field trials.
4. To promote and develop the interest of fanciers of the retriever breeds in retriever tests and trials.
5. To protect and advance the interest of the retriever breeds by encouraging sportsmanlike participation at all dog-related activities.
6. To provide fanciers of the retriever breeds with opportunities to increase their knowledge and enjoyment of the breeds, as pertains to their training, testing, and responsible breeding.
7. To promote to and educate the public in the training and conservation role of the retriever breeds in the management and use of wildlife resources.
8. To ensure that club revenues, funds and assets are directed to the above objectives.

## **ARTICLE IV MEMBERSHIP**

### **Section 1 Term of Membership**

Membership term is January 1<sup>st</sup> to December 31<sup>st</sup> of the same year.

### **Section 2 Eligibility**

Membership in the club shall be open to anyone who meets the following criteria:

- a) Subscribes to the objectives of the club
- b) Pays the annual dues of the club (except those granted life membership status.)
- c) Is not under suspension or expulsion by the CKC or NAHRA.
- d) Is approved for membership by the Board.

### **Section 3 Categories of Membership**

The three types of membership shall be:

- a) Life Membership—Granted by the Executive to a Full Member and his/her family for outstanding service to the club. The life member is accorded all the privileges of a full member, however is exempt from the payment of annual dues.
- b) Full Membership—Granted by the Executive to a member who has fulfilled the requirement of service to the club as determined by the board and pays in full

the annual dues. Full memberships may be Single or Family. A full member must purchase an annual gate pass issued by the Hamilton Region Conservation Authority (HRCA) to use the training grounds. A full member will be entitled to a key to access the training grounds. A full member may invite a provisional member to the training grounds, providing that provisional member is not a past full member who has had their status reduced, and that provisional member has an HRCA pass. A full member may invite a guest to the training ground, providing arrangements are made to have the guest pay the day use rate for the conservation area if they do not have an HRCA pass, or to notify the President and pay the treasurer at the earliest opportunity.

A full member may lose said status if they do not complete annual service to the club.

The Executive must approve the change of status from provisional to full membership, or return to provisional status if conditions are not met.

Only full members, in good standing, may petition or vote on constitutional or by-law changes.

- c) Provisional Membership—New members joining the club, after approval of the Executive, shall be granted Provisional Member status. The provisional member must purchase an HRCA gate pass in order to use the training grounds. The provisional member shall have all the privileges of a full member except for (i) unrestricted use of the training grounds; (ii) participation in special events deemed by the Executive to be for full members only; and (iii) voting on or proposing constitutional or by-law changes. A provisional member can be invited to the training grounds in the company of a full member in good standing. This courtesy is only extended to the provisional member in the first year of membership. The provisional member can change their status to Full Member by contributing service to the club in the first year of membership. The Executive must approve the change in status to full member.

#### **Section 4 Membership Dues**

Membership dues shall be set for the following year by the executive at the first general meeting after the last trial of each year, payable in Canadian funds. Dues are payable on or before January 1<sup>st</sup> of the membership year.

No member whose dues are not paid in full, and/or is not in good standing with the CKC or NAHRA shall be considered in good standing with the club.

#### **Section 5 Voting Eligibility**

The secretary, on or before October 1<sup>st</sup> of the election year, must present the executive with a list of members in good standing entitled to vote. Full Single Memberships shall be accorded one vote. Full Family memberships shall be accorded a maximum of 2 votes, providing those family members have contributed service to the club. Only those members who have attained the age of 19 are eligible to vote.

#### **Section 6 Election to Membership**

Application for membership shall be made on a form prescribed by the board. Payment of dues must be submitted with the form. All new applicants received shall be announced at the next meeting of the executive.

### **Section 7 Membership Review**

Each year the outgoing executive will review the membership list with the incoming executive, and determine the status of each member. Members shall be informed of their status by January 15 of the year of membership.

### **Section 8 Termination of Membership**

Membership may be terminated as follows:

1. Resignation - any member who is not indebted to the Club may resign membership by notice in writing to the Secretary. A person ceasing to be a member of the Club shall have no right of claim to its property nor to have any part of membership dues for the current year returned.
2. Lapsing - any member failing to pay dues within sixty days of the due date shall cease to be a member of the Club. The executive may grant an additional sixty days in special cases of hardship or merit, but such members shall not have the right to vote.
3. Suspension or expulsion under **Article X**.

## **ARTICLE V BOARD OF DIRECTORS AND OFFICERS OF THE CLUB**

### **Section 1 Numbers and Qualifications**

1. The affairs of the Club shall be managed and conducted by a Board of Directors, hereinafter referred to as the Board.
2. The Board shall consist of not fewer than four and not more than nine members who are regular or life members and who have been elected at an Annual General Meeting or appointed by the Board to fill a vacancy.
3. The members of the governing body, which includes the President, Vice-President, Secretary, Treasurer and all directors must be residents of Canada and CKC Regular Members in good standing.

### **Section 2 Terms of Office**

1. Directors shall hold office from their election until their successors are elected at the next Annual General Meeting.

### **Section 3 Officers of the Club**

1. The Officers of the Club are those members of the Board holding the titles of President, Vice President, Secretary and Treasurer and up to five other Directors,

all of whom, with the exception of the Past President, or those appointed by the Board to fill a vacancy, shall be elected at an Annual General Meeting.

#### **Section 4 Duties and Responsibilities**

1. The President presides at all meetings of the Board and the Club. In the absence of the President either the Vice-President or another member of the Board delegated by the President will preside at meetings of the Board or the Club.
2. The Vice-President shall have the duties and exercise the powers of the President in the case of the President's absence, incapacity, or death.
3. The Secretary shall take the minutes at all club meetings. The Secretary shall also deal with club correspondence and maintain a record of all members of the club including addresses, telephone numbers, and email addresses.
4. The Treasurer shall keep the financial records for the club. The Treasurer shall collect and receive all monies due or belonging to the club, and deposit said funds in a bank account in the name of the club. Two signatures shall be required for the release of funds. These signatures shall be two of the President, the Treasurer, and a designated Director. Financial records shall be available at all times for review by the executive and reports shall be given at each meeting of the executive. A full financial report shall be prepared and available to the membership at the AGM.
5. No Director shall miss more than three consecutive General Meetings and/or two consecutive Board Meetings without facing possible disciplinary action by the Board.
6. The Board may from time to time declare that vacancies in the Board have occurred. All vacancies which occur on the Board in the interval between Annual General Meetings shall be filled by appointment by the Board for the balance of the year.
7. The Board shall administer the affairs of the Club in all things and make or cause to be made for the Club, in its name, any kind of contract which may be lawfully entered into and generally may exercise all such powers and do all such other acts and things as the Club is by its Constitution authorized to exercise and do.

#### **Section 5 Meetings of the Board and Quorum**

1. Meetings of the Board shall be held at the call of the President, or any three Directors. A meeting of the Board shall be held within thirty days of the Annual General Meeting.

2. Fifty-one percent (51%) or greater of the total number of Directors shall constitute a quorum at any meeting of the Board. The findings and decisions of such a quorum shall be legal and binding on all members. The Chairman of any meeting of the Board shall not vote except in the case of a tie, in which case he/she shall have the deciding vote.

### **Section 6 Committees of the Board and Assignment of Special Duties**

1. The Board may appoint committees to advance the purposes of the club and may delegate to such committees any powers that are deemed suitable, except the power to spend money without having previously obtained the approval of the Board.
2. The Board may make appointments for such special duties as the Board may prescribe and, at the discretion of the Board, such persons may attend Board meetings but may not vote.
3. The Board may dissolve and/or terminate committees and/or their appointees.

## **ARTICLE VI FISCAL YEAR**

The fiscal year of the Club shall terminate on the 31st day of December of each year.

## **ARTICLE VII MEETINGS OF THE CLUB**

### **Section 1 Annual General Meeting**

The Annual General Meeting of the Club shall be held within the months of November or December, at such time and place as the Board may determine and shall include the following agenda items:

- Identification of members
- Approval of minutes of previous Annual General Meeting
- Correspondence
- Presentation of financial statement
- Reports of Chair, Directors, Committees
- Election of Directors
- Any other Board approved items
- Adjournment

### **Section 2 General Meetings**

General meetings shall be held at least once a year; which may include the Annual General Meeting; times, places and dates to be determined by the Board. Written,

email, or telephone notice of each meeting will be provided by the Secretary at least 10 days prior to the meeting.

### **Section 3 Special General Meetings**

The President of the Club may request the call of a special meeting. The Secretary shall notify members in good standing of the purpose of the meeting not less than 2 weeks prior to the date of the special meeting. No other club business shall be conducted at the special meeting.

### **Section 4 Notice of Meetings, Quorum and Voting at Meetings**

a. Reasonable notice of the time, place and date of meetings shall be provided to each member of the Club before the holding of such a meeting. Any accidental omission to give notice shall not invalidate any resolution passed or any proceedings taken at any meeting of the Club. Members are responsible for ensuring that the Secretary has their correct contact information.

b. Subject to Article X Section 3 subsection 3, full and life members may vote at General Meetings.

c. Voting at all meetings, unless herein provided, will be by majority.

d. Fifteen percent (15%) of voting members shall form a quorum for the transaction of business at any general meeting.

e. Proxy votes shall not be eligible unless they have been issued with the notice of the meeting.

## **ARTICLE VIII ELECTIONS TO THE BOARD**

### **Section 1 Appointment of Nominating Committee**

Nominations of candidates for election to the Board shall be submitted to the Annual General Meeting by a nominating committee of three full or life members to be appointed by the Board in September for such purpose, two of whom may be members of the executive. The nominating committee shall nominate the following: President, Vice-President, Secretary, Treasurer and a minimum of two Directors. Candidates must be full members in good standing for the current year, and the year prior to their nomination.

### **Section 2 Willingness to Serve**

- a) No member shall be placed in nomination without that member having agreed to serve if elected.
- b) All nominations to stand must be filed with the Secretary no later than three weeks prior to the AGM.

- c) Upon receipt of the Nominating Committee's report, the Secretary shall confirm with each of the nominated persons their intent to stand for election.
- d) Nominations cannot be made in any fashion other than that outlined herein.

### Section 3 Elections

Should there be more nominations than positions available the Board shall be elected by secret ballot. Proxy voting shall not be permitted. Two or more scrutineers, not standing for election, appointed by the President shall count the ballots and report the names of those elected to the President. Any tie will be broken by lot drawn privately by the scrutineers.

### Section 4 Disclosure of Successful Candidates

The President shall disclose to the Annual General Meeting that the successful candidates have been elected. The new executive will take office January 1<sup>st</sup> of the ensuing year. In the remainder of the current year the new executive will work closely with the retiring executive to ensure continuity. The retiring executive shall turn over all records and properties to the new executive by January 31<sup>st</sup>.

## **ARTICLE IX FINANCING AND AUTHORIZING SIGNATURES**

The Board shall maintain prudent procedures for the handling and recording of Club funds and assets and shall establish a bank account in the name of the Club. The Board shall designate up to three but not less than two Directors to sign bank instruments on behalf of the Club. All cheques must be signed two of the three designated signing officers. The club shall be a non-profit corporation and shall not have the authority to issue any capital stock. The property and assets of the club shall be used solely to promote its purpose as defined herein.

## **ARTICLE X CONDUCT AND RELATED MATTERS**

The Board's responsibilities shall include matters relating to the conduct of members where it is considered that a member has acted in a manner prejudicial to the objectives of the Club or the CKC.

### Section 1 Action directly by the Board

The Board shall have the power to reprimand a member or to suspend and/or terminate the membership of a member who, in the opinion of the Board, has committed an act prejudicial to the objectives of the Club, after a full hearing has been held and the defendant has been found guilty.

### Section 2 Action in Response to a Complaint



1. The Board shall, in accordance with the following provisions, consider complaints brought against a member or members. The Board will set a date for a hearing. The complainant and defendant will be present at a closed hearing to present their cases. If the defendant is found guilty, then the Board will determine if a reprimand or suspension of membership for a period from the Club or expulsion is appropriate.
2. Any member who has information or reasonable belief that another member has acted in a manner prejudicial to the objectives of the Club may submit a written complaint to the Secretary. The secretary will promptly provide each member of the executive with a copy of the complaint.
3. A deposit of \$100.00 must accompany any such complaint against any Club member. The deposit in full will be returned if such complaint is sustained. When such complaint fails to be substantiated the deposit is forfeited and placed in Club Funds.
4. If the executive deems that said charges may constitute an infraction, the executive shall set a date of hearing not more than six weeks and not less than three weeks for a hearing with all parties present.
5. Should the executive find the charges to be valid, the secretary may advise the CKC and/or NAHRA and the regional representatives of NAHRA of the details of the infraction.

### **Section 3 Reprimand, Suspension, or Expulsion**

1. The Board, when considering whether it is appropriate to reprimand or suspend or expel any member for cause, shall notify the member in advance of the possibility of such action and such member shall have the right to appear at the meeting of the Board to present reasons why he/she should not be reprimanded or suspended. Decisions of the Board shall be by majority and shall be binding unless there is an appeal.
2. Any member who has been reprimanded or suspended shall have the right to appeal to the membership at a Special General meeting of full and life members. A request for an appeal shall be made to the Secretary who shall cause a Special General Meeting to be held for this purpose. The appeal shall be heard within 30 days. A representative of the Board and the appealing member (or his/her representative) shall be entitled to attend the appeal meeting to present arguments. A majority vote shall confirm, deny or amend the decision of the Board. The decision of the meeting is final.
3. Any person who has been suspended from active membership in the Club, and has not been reinstated shall not be permitted to participate in any Club activity.
4. The period of suspension shall be determined by the Board unless altered by the appeal process.

5. Any member of the club who is suspended, debarred, deprived, expelled, or whose membership has been terminated by The Canadian Kennel Club's Disciplinary Committee, shall be suspended from the privileges of the club for a like period.
6. Any member of the club who is suspended, debarred, deprived, expelled, or whose membership has been terminated by NAHRA, shall be suspended from the privileges of the club for a like period.

#### **Section 4 Misuse of Training Grounds**

The training grounds are a great benefit to the club and its members. Therefore any misuse of the grounds is a serious breach of conduct and may lead to immediate disciplinary action by the Executive.

#### **ARTICLE XI AMENDMENTS TO THE CONSTITUTION**

1. Amendments may be proposed by the executive or by written petition addressed to the Secretary. Amendments proposed by such petition shall have a motion and be seconded by full members in good standing. Such proposed amendments shall be considered promptly by the Board and must then be submitted by the Secretary with any recommendations of the Board to the next General Meeting.
2. Amendments to be considered at a General Meeting shall be mailed to each member of the Club at least ten days prior to such meeting together with notice of intention to consider such amendment. Such meeting shall take place no more than three months after the proposal has been received.
3. Amendments must be approved by a two-thirds majority vote of all eligible voting members; that is, full members in good standing, present at the General Meeting.
4. Changes to the constitution must be reported to the CKC before or upon annual renewal of club recognition.

#### **ARTICLE XII DISSOLUTION**

The Club may be dissolved at any time by providing to The Canadian Kennel Club written documentation signed by at least two-thirds of the members of the club who are in favour of this decision; proxies are not permitted. In the event of dissolution of the Club, whether voluntary, 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 member or members of the Club; after payment of the debts of the Club, its property and assets shall be given to a non-profit organization to be decided by the Board.