

CONSTITUTION AND BY-LAWS
OF THE
RHODESIAN RIDGEBACK CLUB OF BC

CONSTITUTION

Article I. Name

The name of the Club is: RHODESIAN RIDGEBACK CLUB OF BC, hereinafter known as the Club.

Article II. Purposes

The purposes of this Club shall be the encouragement and development of purebred dogs, and Rhodesian Ridgebacks in particular by:

- a) Attracting local attention to the history, purpose, care of Rhodesian Ridgebacks as well as other purebred dogs.
- b) Providing members, other related specialty clubs and others, events in which they can take pride, and offering them an opportunity to display their animals to the general public through all available Canadian Kennel Club events as well as other public events relating to dogs.
- c) Educating the general public on interactions of dogs and mankind by participating in other public venues where available.

Article III

The area of operation shall be the Province of British Columbia. This provision is alterable. (Required by Societies Act)

Received April 30/02 (m)

BY-LAWS

Article I. Membership

1. *The membership year shall be from January 1st to December 31st next following.*
2. To be eligible for full membership, individuals must be of the age of majority. They must subscribe to the purposes of the Rhodesian Ridgeback Club of BC, and be members in good standing in the records of the Canadian Kennel Club. Dues for the current year must accompany the application.
3. Every current member shall pay annual dues which shall be payable on or before December 31st. Dues shall be set at the Annual General Meeting for the following year.
4. The membership of the Club shall consist of three (3) classes as follows:
 - a) Regular Members: Those who are members in good standing at the time of this constitution. Those who have completed the requirements of two (2) years continuous membership and are members in good standing with the Canadian Kennel Club. Only regular members are allowed voting rights.
 - b) Associate Members: All applicants, upon completion of the Official application form, will be installed into the Club as a Member with a two-thirds (2/3) majority vote from the regular members. This membership will be for the current year of application. New members shall not be permitted to stand for office in the Club for a period of one (1) year, but otherwise they shall enjoy all the rights and privileges of the Club. The Associate membership does not allow voting rights.
 - c) Honorary Membership: Honorary members shall be those individual persons approved by a two-thirds majority vote of the Executive. They shall have no vote in the Club and shall be exempt from payment of all dues.
5. Any member who shall resign, withdraw, or be expelled may be re-admitted to Associate Membership only by a unanimous vote of the executive.
6. Any individual rejected for membership by the Club must be provided with a written explanation.
7. Each application for membership shall be on a form, which shall provide that the applicant agrees to abide by the Constitution and By-Laws of Rhodesian Ridgeback Club of BC, and the Rules and Regulations of the Canadian Kennel Club. Two (2) members in good standing must sponsor the applicant and sign the application form before it is presented. Applicants for membership shall be instated at any meeting of the Rhodesian Ridgeback Club of BC, and each application shall be acted upon at the first such meeting to occur after the filing of the said application with the Secretary.

Article II. Meetings of Members

1. At any official meeting of the Club a quorum must consist of three (3) regular members including two (2) members of the executive. All meetings of the Club shall be conducted under the procedures laid down by the Common Law of Procedure of Canada and Robert's Rules of Order (current edition)
2. The Annual General Meeting of the members shall be held within sixty (60) days following the end of the fiscal year of the Club, at a time and place determined by the Executive. Written notice of the annual meeting, specifying the time and place shall be mailed to each member of the Club at least fifteen (15) days prior to the Annual General Meeting.
3. Extraordinary Meetings of the Club may be called by the Executive, the President or upon the written request of ten percent (10%) of the regular members. No business except that stated in the notice shall be transacted at this meeting. Such meetings shall be convened and conducted in the same manner as stated in Article II Paragraph 1
4. Club Meetings
 - a) For Extraordinary meetings by the members - written notice specifying the time, place, nature and purpose shall be sent at least fifteen (15) days prior to the date of the meeting.
 - b) The Executive shall be required to call a minimum of four (4) regular meetings of the Club during the Club's official year.
5. The Board of Directors shall meet a minimum of three (3) times a year. A quorum shall consist of four (4) members of the Board.
6. Board meetings may be conducted in person, through the Secretary or by other electronic means.
7. Voting by proxy shall not be permitted.
8. General Meetings may be held in person, by teleconference or other electronic means.

Article III: Executive and Officers

1. Executive shall be comprised of the President, Vice-President, Secretary, Treasurer, and two (2) Directors.
2. The Powers of the Executive shall be the general management of the affairs of the Club. On all matters of the Club, the executive may recommend a course of action, which is to be ratified by a vote of the Regular Members.
3. The duties of the Executive shall be as follows:
 - a) President shall preside at all meetings. The Chair shall abstain from voting except that in the event of a tie the Chair shall cast the deciding vote.
 - b) Vice-President: The Vice-President of the Club shall have the duties of the President in case of the unavailability of the officer(s).
 - c) Secretary: The Secretary of the Club shall keep a record of all meeting of the Club, produce minutes and forward them to members, keep a roster of the members of the Club with their addresses, carry out such other duties as are presented in these By-laws. The Secretary shall make all filings with the Registrar of Companies as required by the Societies Act and with the Canadian Kennel Club. The Secretary shall have charge of the correspondence, and keep accurate and accessible files, and carry out any and all correspondence required by the Club.

Article III: Executive and Officers Cont'd

- d) Treasurer: The Treasurer of the Club shall collect and receive all monies due or belonging to the Club and issue receipt thereof and shall deposit the same in a bank(s) satisfactory to the Executive and in the name of the Club. The Treasurer shall at all times maintain the books and records of the Club. This position may be combined with that of the Secretary.
- e) Two (2) Directors: The two Directors of the Club shall be responsible for the development of new ideas for the promotion of the Club and Rhodesian Ridgebacks in general. They shall assist the executive in fulfilling the objectives of the Club. Directors must reside in the area that they represent and shall be elected or appointed by those members residing in that area.

4: No member shall be paid for any services that they perform for the Club.

Article IV: Elections

- 1. Term of Office shall be for a period of two (2) years. In the event that the individual officer cannot complete their elected time period, the Executive will appoint a replacement for the duration of the term.
- 2. Elections: The Chair shall appoint an Elections Officer at Annual General Meeting. The Elections Officer shall receive nominations from the floor of that meeting. The Regular members present at the meeting shall then vote upon nominations, by means of a secret ballot.
- 3. The new Executive shall take office immediately upon conclusion of the election. Materials relating to each position must be presented to the new executive at the Annual General Meeting. The newly elected officers shall honor all committees duly ratified by the general membership preceding the election.
- 4. Voting by proxy is not permitted.

Article V: Committees

- 1. Committee Chair(s) shall be appointed by the Executive. There shall be no standing committees appointed. Any appointed committee chair must be a Regular member at the time of their appointment.
- 2. The Executive may delegate any but not all of their powers to a committee consisting of such person or persons as they deem fit. Any committee so formed shall be accountable to the Executive for every act or deed performed in the exercise of the power as delegated.
- 3. No committee shall incur any expense without prior authority from the Executive.
- 4. The Chair of each committee shall submit in writing upon completion of each activity, a full report of the activities, expenses and profits of the committee to the membership.
- 5. A committee can be terminated at any time by the executive of the Club if it has fulfilled its mandate or is of no further use to the Club.

Article VI: Finance

1. The Fiscal Year of the Club shall be from January 1st through December 31st of each year.
2. The Club will have a separate and independent bank account in the name of the club at a properly accredited financial institution. All cheques require two (2) signatures, one signing authority to be the treasurer and the other one(s) voted to do so by the executive. No two (2) members of the same household shall have signing authority.
3. Borrowing powers of the Club shall not be exercised unless authorized by a special resolution passed at a general meeting of the membership.
4. An Auditor shall be appointed at the Annual General Meeting of the Club. The Auditor shall be two (2) regular members and shall examine and audit the Club accounts and shall report to the membership.
5. The Treasurer shall report the state of the Club's finances at every regular meeting of the Club. At the Annual General Meeting the Treasurer shall render a financial statement of the affairs of the club.

Article VII. Revising the Constitution and By-Laws

The Constitution and these By-Laws may only be amended by a special resolution passed at a general meeting of the membership for which no less than fifteen (15) days written notice was given. The notice must contain the full text of the current Constitution or By-Law and the full text of the proposed amendment. Amendments may be proposed by the Board or petitioned from the members. Proxies are not permitted.

Article VIII: Discipline

1. Special Resolution of the members passed at any meeting may expel a member. A brief statement of the reason for the proposed expulsion shall accompany the notice of Special Resolution. The person who is the subject of the proposed resolution for expulsion shall be notified in writing by the Secretary and given an opportunity to be heard at a meeting held immediately prior to the one where the special resolution is put to a vote.
2. Membership will automatically cease to be in good standing and be rescinded by unanimous consent for cause, in particular but not limited to the following: Any member who is suspended, debarred, or deprived of privileges of the Canadian Kennel Club shall be suspended automatically from the privileges of this Club for a like period.
 - a) Conviction of animal abuse will be an automatic termination of membership.
 - b) Failure to pay membership fees within 60 days of January 1 of each year.
 - c) Letter of resignation. No dues will be refunded.
 - d) Any such member whose conduct shall have been determined by the Executive to be improper, unbecoming or likely to endanger the welfare, interests of reputation of the Club, or who willfully commits a breach of the Constitution or By-laws of the Club.
3. Any member that has a complaint may present it in writing at a regular meeting. The regular meeting will cease and the board will hear the charges in an emergency meeting with the defendant present. At this emergency meeting the Executive will consider the statements by both, the member complaining and the defendant. The Executive will then decide whether to uphold the complaint or not and deal with it accordingly. The regular meeting will then resume.

Article VIII: Discipline Cont'd

- The Executive shall have the power, by vote of three-fourths (¾) of all eligible members, and after thirty (30) days notice to a Member of the complaint against said person, to suspend or expel any such Member whose conduct shall have been determined by the Executive to be improper, unbecoming or likely to endanger the welfare, interests or reputation of the Club, or who willfully commits a breach of the Constitution or By-laws of the Club. Any suspension or expulsion is effective immediately upon the vote of the Executive but such Voting Member, or Associate Member may make an appeal of any suspension to the next following general meeting of the Club, and the decision of that general meeting is final. Proxies are not permitted.***
- Only a Special Resolution presented at any General or Extraordinary meeting of the Club may remove a member of the Executive from Office. Such meetings must be comprise of a quorum and such a Special Resolution must be ratified by a seventy-five percent (75%) majority of members present and voting at said meeting. Proxy not permitted.

Article IX: Dissolution

- The Club 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 that club who are in favour of this decision. Proxies are not permitted. The Club may be dissolved only at duly constituted Extraordinary meeting. Written consent of not less than a fifty one percent (51%) of the regular membership of the Club, who are present at this meeting, is required.
- In the event of dissolution of the Club, other than for purposes of reorganization, whether voluntary, involuntary or by operation of law, none of the property of the Club, or any proceeds thereof, nor any assets of the club shall be distributed to any member of the Club. After payment of the debts of the Club, it's property and assets shall be given to charitable organization(s) for the benefit of dogs, as selected by the Board of Directors.
- All trophies donated in perpetuity to the Rhodesian Ridgeback Club of BC shall become the property of the Rhodesian Ridgeback Club of BC. They shall be retired only at the Club's discretion and only with a majority vote at any meeting of the Club. All Perpetual Trophies will be donated to the Archives of the Canadian Kennel Club upon the dissolution of the Club.

Article X: Order of Business

Meetings of the Club

The club shall have regular meetings at the time and place set by the Executive
The Annual General Meeting will be held no later than Feb 28 of the New Year.
The Election meeting of the club shall be at the Annual General Meeting.

Board of Directors Meetings

The President of the Club or the CEO shall call a Board of Directors meeting if and when required.

Order of Business

The order of business at all regular, special and annual general meetings of the club shall be as follows

1. Recording of members and guests in attendance
2. Meeting brought to order by the President
3. Reading of the minutes
4. Business arising from the minutes
5. Treasurer's report
6. Reading Correspondence
7. Business arising from the Correspondence
8. Reports of any Committees
9. New Business
10. Nominations if this is the Annual General Meeting
- 11. *Election if this is an Annual General Meeting***
12. Good and Welfare
13. Adjournment