

## **Campbell River Dog Fanciers Bylaws (Societies Regulation 2015)**

### **Bylaws of *Campbell River Dog Fanciers* (the "Society")**

#### **PART 1 – DEFINITIONS AND INTERPRETATION**

##### **Definitions**

**1.1** In these Bylaws:

"**Act**" means the *Societies Act* of British Columbia as amended from time to time;

"**Board**" means the directors of the Society;

"**Bylaws**" means these Bylaws as altered from time to time.

##### **Definitions in Act apply**

**1.2** The definitions in the Act apply to these Bylaws.

##### **Conflict with Act or regulations**

**1.3** If there is a conflict between these Bylaws and the Act or the regulations under the Act, the Act or the regulations, as the case may be, prevail.

#### **PART 2 – MEMBERS**

##### **Application for membership**

**2.1** In order to be considered for membership in the CRDFS, a prospective club member must first attend two club meetings, with the opportunity to apply, in writing, to the membership upon the close of the second meeting if desired. The applicant must be sponsored by one member in good standing and the application will be presented at the meeting and will be voted on by the members present.

The applicant is required to be present at the meeting and to receive questions from the CRDFS members. He/she will then be asked to leave the meeting, at which time the application will be reviewed by the present club members who will consider whether the applicant conforms to the CRDFS Rules and Regulations.

The members will vote by secret ballot. A majority vote as outlined in *Part 3* required to accept the applicant as a member of the CRDFS. The President will contact the applicant as soon as possible with the outcome of the vote.

In the event such an application is rejected, no re-application will be considered for a period of at least one year

## **Duties of members**

**2.2** Every member must uphold the constitution of the Society and must comply with these Bylaws.

## **Amount of membership dues & Member Classification**

**2.3** The amount of the annual membership dues, if any, must be determined by the Board.

### **Associate membership**

All new members will automatically become an Associate member for a minimum of 12 months after which time, if said member has attended at least four (4) general meetings he/she will be eligible for regular membership. An associate member will have the same privileges as a Regular member excluding voting privileges, and training class discounts. The dues will be the same as for regular membership.

### **Regular membership**

Entitled to full voting privileges, and training class discounts.

### **Family membership**

Shall consist of one (1) or two (2) adult memberships (regular or associate) and Junior memberships for those dependent children under age nineteen (19) residing in the home of the adult member(s). Regular/Associate and junior membership voting privileges apply.

### **Honorary membership**

Appointed by a two-thirds (2/3) majority vote of members present at the Annual General Meeting. Honorary members are not eligible to vote or hold office and are not liable for dues or assessments.

### **Life membership**

A two-thirds (2/3) majority of members present at the Annual General meeting may grant a life membership to any regular member of fifteen (15) years or more in recognition of that member's efforts and his/her contribution to the objectives of this Society. Life members shall not be liable for dues or assessments but will otherwise enjoy all the privileges of the Society including all voting privileges, and training class discounts.

## **Pre-Junior membership**

Available to persons aged eleven (11) years and under however they cannot vote or hold office. They must attend one (1) meeting of the Society before applying for membership.

## **Junior membership**

Available for persons aged twelve (12) years to nineteen (19) years, however they cannot vote or hold office unless they wish to pay regular membership dues. They must attend two (2) meetings of the Society before applying for membership.

## **Member not in good standing**

**2.4** A member is not in good standing if the member fails to pay the member's annual membership dues, if any, and the member is not in good standing for so long as those dues remain unpaid. Accordingly, training class discounts are not eligible.

## **Member not in good standing may not vote**

**2.5** A voting member who is not in good standing

- (a) may not vote at a general meeting, and
- (b) is deemed not to be a voting member for the purpose of consenting to a resolution of the voting members.

## **Termination of membership if member not in good standing**

**2.6** A person's membership in the Society is terminated if the person is not in good standing for 6 consecutive months.

**2.7** The resignation of a member shall be submitted to the Secretary in writing together with any property or funds of the Society which may be in the possession of the resigning member.

A previous member who has let his/her membership expire will not be required to attend two meetings before reapplying for membership; however, they must rejoin as an associate member.

Termination of membership may occur as a result of resignation, failure to renew, expulsion by the Club, or as a result of deprivation, suspension, disbarment, expulsion or termination of Canadian Kennel Club membership as imposed by The Canadian Kennel Club's Discipline Committee.

## **PART 3 – GENERAL MEETINGS OF MEMBERS**

### **Time and place of general meeting**

**3.1** The general meeting of the Society shall be held once a month except during the vacation period. The year of the Society shall be from September 1<sup>st</sup> to August 31<sup>st</sup>, the vacation period to be July and August.

Not less than fourteen (14) days written notice of a general meeting of the Society will be provided to those members entitled to receive notice of a general meeting; but those members may waive or reduce the period of notice for a particular meeting by unanimous consent in writing.

Notice of any annual, general or special meeting shall be deemed to be given to every member if emailed to her or his address as noticed in the records of the Society, or handed to the member or her/his representative.

Any member in good standing may request a special general meeting providing he/she submits written notification fourteen (14) days prior to the proposed meeting date. Details outlining the issue must be included in the meeting notification.

A quorum of executive officers shall be three (3). (alterable)

Annual General meetings, Special General meetings, and Board meetings will be held at a mutually agreed upon location, date, and time, and included in the meeting notification form

### **Ordinary business at general meeting**

**3.2** At a general meeting, the following business is ordinary business:

- (a) adoption of rules of order;
- (b) consideration of any financial statements of the Society presented to the membership;
- (c) consideration of the reports, if any, of the directors or auditor;
- (d) election or appointment of directors;
- (e) appointment of an auditor, if any;
- (f) business arising out of a report of the directors not requiring the passing of a special resolution.

### **Notice of special business**

**3.3** A notice of a general meeting must state the nature of any business, other than ordinary business, to be transacted at the meeting in sufficient detail to permit a member receiving the notice to form a reasoned judgment concerning that business.

### **Chair of general meeting**

**3.4** The following individual is entitled to preside as the chair of a general meeting:

- (a) the individual, if any, appointed by the Board to preside as the chair;
- (b) if the Board has not appointed an individual to preside as the chair or the individual appointed by the Board is unable to preside as the chair,
  - (i) the president,
  - (ii) the vice-president, if the president is unable to preside as the chair, or
  - (iii) one of the other directors present at the meeting, if both the president and vice-president are unable to preside as the chair.

#### **Alternate chair of general meeting**

**3.5** If there is no individual entitled under these Bylaws who is able to preside as the chair of a general meeting within 15 minutes from the time set for holding the meeting, the voting members who are present must elect an individual present at the meeting to preside as the chair.

#### **Quorum required**

**3.6** Business, other than the election of the chair of the meeting and the adjournment or termination of the meeting, must not be transacted at a general meeting unless a quorum of voting members is present.

#### **Quorum for general meetings**

**3.7** The quorum for the transaction of business at a general meeting is 3 voting members or 10% of the voting members, whichever is greater.

#### **Lack of quorum at commencement of meeting**

- 3.8** If, within 30 minutes from the time set for holding a general meeting, a quorum of voting members is not present,
- (a) in the case of a meeting convened on the requisition of members, the meeting is terminated, and
  - (b) in any other case, the meeting stands adjourned to the same day in the next week, at the same time and place, and if, at the continuation of the adjourned meeting, a quorum is not present within 30 minutes from the time set for holding the continuation of the adjourned meeting, the voting members who are present constitute a quorum for that meeting.

#### **If quorum ceases to be present**

**3.9** If, at any time during a general meeting, there ceases to be a quorum of voting members present, business then in progress must be suspended until there is a quorum present or until the meeting is adjourned or terminated.

#### **Adjournments by chair**

**3.10** The chair of a general meeting may, or, if so directed by the voting members at the meeting, must, adjourn the meeting from time to time and from place to place, but no business may be transacted at the continuation of the adjourned meeting other than business left unfinished at the adjourned meeting.

### **Notice of continuation of adjourned general meeting**

**3.11** It is not necessary to give notice of a continuation of an adjourned general meeting or of the business to be transacted at a continuation of an adjourned general meeting except that, when a general meeting is adjourned for 30 days or more, notice of the continuation of the adjourned meeting must be given.

### **Order of business at general meeting**

**3.12** The order of business at a general meeting is as follows:

- (a) elect an individual to chair the meeting, if necessary;
- (b) determine that there is a quorum;
- (c) approve the agenda;
- (d) approve the minutes from the last general meeting;
- (e) deal with unfinished business from the last general meeting;
- (f) if the meeting is an annual general meeting,
  - (i) receive the directors' report on the financial statements of the Society for the previous financial year, and the auditor's report, if any, on those statements,
  - (ii) receive any other reports of directors' activities and decisions since the previous annual general meeting,
  - (iii) elect or appoint directors, and
  - (iv) appoint an auditor, if any;
- (g) deal with new business, including any matters about which notice has been given to the members in the notice of meeting;
- (h) terminate the meeting.

### **Methods of voting**

**3.13** At a general meeting, voting must be by a show of hands, an oral vote or another method that adequately discloses the intention of the voting members, except that if, before or after such a vote, 2 or more voting members request a secret ballot or a secret ballot is directed by the chair of the meeting, voting must be by a secret ballot.

Fifty-one percent (51%) carries a majority of the members present.

### **Announcement of result**

**3.14** The chair of a general meeting must announce the outcome of each vote and that outcome must be recorded in the minutes of the meeting.

**Proxy voting not permitted**

**3.15** Voting by proxy is not permitted.

**Matters decided at general meeting by ordinary resolution**

**3.16** A matter to be decided at a general meeting must be decided by ordinary resolution unless the matter is required by the Act or these Bylaws to be decided by special resolution or by another resolution having a higher voting threshold than the threshold for an ordinary resolution.

**PART 4 – DIRECTORS**

**Number of directors on Board**

**4.1** The Society must have no fewer than 3 and no more than 11 directors.

(a) The general management of the Society’s affairs shall be entrusted to the Executive. The Executive Officers of the Society shall be: President, Vice-president, Secretary, Treasurer and Training Coordinator.

(b) Any Executive member who misses more than two (2) regular meetings during one (1) fiscal year, without due cause, will be expected to resign.

**Election or appointment of directors**

**4.2** At each annual general meeting, the voting members entitled to vote for the election or appointment of directors must elect or appoint the Board.

(a) All positions held on the Executive shall be for a two (2) year term and an individual cannot hold the same executive office for more than four (4) consecutive years unless an additional term is approved by the membership.

(b) Election of Officers and the procedure thereof: A slate of officers will be elected following the two (2) year term in June by a nominating committee of two (2) members appointed by the President in May and present the slate of one (1) member for each office in June. Further nominations will be called from the floor at which time elections shall be held. Election of officers is to be conducted by secret ballot. The Directors shall retire from office when their successors are elected. If no successor is elected, the person previously elected continues to hold office.

- (c) Permission must be granted by the candidate before his/her name may be nominated from the floor.
- (d) The Board of Directors will be elected at the same time.
- (e) The nominating committee shall offer the existing Vice-President the opportunity of being nominated for the Presidency. The committee shall fill their slate of officers from the President down. Offices must be filled in the following order: 1) President; 2) Vice-President; 3) Secretary; 4) Treasurer; 5) Training Coordinator, and 6) Show Chair.
- (f) The installation of officers shall take place in September. If an officer elected is unable to be installed, the officer for the previous term will continue to perform the duties of the office. The officer elected should then be installed as soon as possible. If not installed within two (2) regular meetings the office will become vacant.
- (g) If an Executive member or other Elected Officers wish to resign, he/she must notify the remainder of the Executive in writing.
- (h) All Officers shall have their supplies up to date and brought to the September meeting at which time the new Executive will be installed.

#### **Vacancies:**

A nominating committee of two (2) will be appointed to fill vacancies.

#### **Directors may fill casual vacancy on Board**

**4.3** The Board may, at any time, appoint a member as a director to fill a vacancy that arises on the Board as a result of the resignation, death or incapacity of a director during the director's term of office.

#### **Term of appointment of director filling casual vacancy**

**4.4** A director appointed by the Board to fill a vacancy ceases to be a director at the end of the unexpired portion of the term of office of the individual whose departure from office created the vacancy.

## **PART 5 – DIRECTORS' MEETINGS**

### **Calling directors' meeting**

**5.1** A directors' meeting may be called by the president or by any 2 other directors.

### **Notice of directors' meeting**



**5.2** At least 2 days' notice of a directors' meeting must be given unless all the directors agree to a shorter notice period.

### **Proceedings valid despite omission to give notice**

**5.3** The accidental omission to give notice of a directors' meeting to a director, or the non-receipt of a notice by a director, does not invalidate proceedings at the meeting.

### **Conduct of directors' meetings**

**5.4** The directors may regulate their meetings and proceedings as they think fit.

### **Quorum of directors**

**5.5** The quorum for the transaction of business at a directors' meeting is a majority of the directors.

## **PART 6 – BOARD POSITIONS**

### **Election or appointment to Board positions**

**6.1** Directors must be elected or appointed to the following Board positions, and a director, other than the president, may hold more than one position:

- (a) president;
- (b) vice-president;
- (c) secretary;
- (d) treasurer.
- (e) training coordinator
- (f) past president

### **Directors at large**

**6.2** Directors who are elected or appointed to positions on the Board in addition to the positions described in these Bylaws are elected or appointed as directors at large.

### **Role of president**

**6.3** The president is the chair of the Board and is responsible for supervising the other directors in the execution of their duties.

- (a) Shall preside at all meetings of the Society and the Executive.
- (b) Shall be a member of all committees, the exception being the Nominating Committee.

- (c) Shall vote only in the case of a tie, where one (1) is the majority.
- (d) Shall have voting rights when a two-thirds (2/3) majority vote is taken.
- (e) Shall meet with Executive officers and understand their duties.
- (f) Shall appoint his/her standing committees in September, and appoint special committees when necessary.
- (g) Shall have signing authority on all bank withdrawals.
- (h) Shall have a full knowledge of meeting procedure.
- (i) The past President will automatically serve as a Director for one (1) year.

### **Role of vice-president**

- 6.4** The vice-president is the vice-chair of the Board and is responsible for carrying out the duties of the president if the president is unable to act.
- (a) Shall become familiar with and exercise the duties of the President in case of the President's absence or incapacity.
  - (b) Shall be a member of all committees, the exception being the Nominating Committee.
  - (c) Shall share the duties of the President at the President's request.
  - (d) Shall be responsible for the yearly inventory, in duplicate, taken and presented in June, one (1) copy for the Secretary, and one (1) copy for the President.
  - (e) Shall take the role of President for the remainder of that term of office in case of the President's resignation.
  - (f) Shall ensure copies of individual duties of officers are presented to the Nominating Committee for distribution at the May meeting.
  - (g) Maintain a register of members, and provide to current membership
  - (h) Upon receiving membership application from treasurer, update membership list and provide a copy of the Constitution, Bylaws, and Awards Eligibility to the new member
  - (i) Shall have a full knowledge of meeting procedure

### **Role of secretary**

- 6.5** The secretary is responsible for doing, or making the necessary arrangements for, the following:
- (a) Shall take minutes of general meetings and directors' meetings;
  - (b) Shall keep the records of the Society in accordance with the Act;

- (c) Shall conduct the correspondence of the Board;
- (d) Shall file the annual report of the Society and making any other filings with the registrar under the Act.
- (e) Shall destroy, after recording, results of a written ballot.
- (f) Shall take the chair in the absence of the President and the Vice-President, electing a President for the meeting.
- (g) Shall keep close at hand all unfinished business for the President.
- (h) Shall make minutes available for each member.
- (i) Shall keep the *Society Act of British Columbia* for the Society.
- (j) Issue notices of meetings of the Society and Directors.
- (k) Record the attendance at each General or Executive meeting and inform the President of the voting members present.
- (l) Shall conduct the correspondence of the Society.
- (m) Shall have custody of the common seal of the Society.
- (n) Shall have a key to the mail box

### **Role of treasurer**

**6.6** The treasurer is responsible for doing, or making the necessary arrangements for, the following:

- (a) receiving and banking monies collected from the members or other sources;
- (b) keeping accounting records in respect of the Society's financial transactions;
- (c) preparing the Society's financial statements;
- (d) making the Society's filings respecting taxes.
- (e) Shall have a key to the mail box, which will be used only in the absence of the Secretary

- (f) Shall keep the accounts for the Society, collect and receipt all dues and revenue and pay out
- (g) such amounts as authorized by the membership
- (h) Shall keep the books up to date and open to inspection by the Executive and members upon request.
- (i) Shall, as soon as possible after each Society function, present to the meeting a complete Profit and Loss Statement;
- (j) Shall keep a bank account open in the name of the Society into which all revenue of the Society shall be paid, and from which withdrawals must be signed by Executive members; the Treasurer, President or in the absence of one of the above, by the Secretary.
- (k) Shall ensure a financial statement and appropriate fees is forwarded to the Registrar of Companies prior to September 30<sup>th</sup>.
- (l) Shall upon receipt of membership fees, provide the Membership coordinator a copy of the application. Shall have a report at each General meeting covering the period from the previous General meeting.
- (m) Shall make one motion to cover all bills.

## **6.7 Training Coordinator**

- (a) Shall organize and maintain continuity in classes.
- (b) Shall ensure there are Assistant Trainers.
- (c) Assistant Trainers must have successfully completed the course they are going to assist with or have passed one trial at that level.
- (d) New trainers must be competent in the opinion of the Training Coordinator.
- (e) Trainers/assistant trainers are entitled to trainer credits in accordance with the credit schedule voted on by the Board of Directors. Fee schedule for trainers/assistant trainers credits may be amended from time to time.
- (f) Shall be responsible for equipment, and shall establish the training location.
- (g) Insures an application and waiver is completed at time of registration.
- (h) The training coordinator and Executive shall decide on training fees prior to the beginning of each training session.

## **Absence of secretary from meeting**

**6.8** In the absence of the secretary from a meeting, the Board must appoint another individual to act as secretary at the meeting.

## **6.9 Show Chair**

Shall maintain the Show Manual and fill Committees as required for the Canadian Kennel Club All Breed/Obedience Show held annually by the Campbell River Dog Fanciers Society.

## **6.10 Committees**

Committees are created and terminated on an adhoc basis. Standing Committees include but are not limited to the following:

1. Sunshine
2. AIOC
3. Photocopier
4. Equipment/Trailer
5. Web Site coordinator
6. Historian
7. Others as required

The President calls on Standing and Special Committees unless she knows there is no report. Detailed reports are written and handed to the Secretary.

At the beginning of a new year, old committees function until new committees are appointed.

The first name(s) of a committee becomes the Chair and provides a report.

Special Committees appointed during the year complete what has been asked of them, present their report and then cease to function.

## **PART 7 – REMUNERATION OF DIRECTORS AND SIGNING AUTHORITY**

### **Remuneration of directors**

**7.1** These Bylaws do not permit the Society to pay to a director remuneration for being a director, but the Society may, subject to the Act, pay remuneration to a director for services provided by the director to the Society in another capacity.

### **Signing authority**

**7.2** A contract or other record to be signed by the Society must be signed on behalf of the Society

- (a) by the president, together with one other director,

- (b) if the president is unable to provide a signature, by the vice-president together with one other director,
- (c) if the president and vice-president are both unable to provide signatures, by any 2 other directors, or
- (d) in any case, by one or more individuals authorized by the Board to sign the record on behalf of the Society.

## **PART 8 – DISCIPLINE**

### **Discipline**

- 8.1** The ethics of the Society shall be understood to imply that members shall behave like ladies and gentleman and shall cooperate with the officers and have the remainder of the Society's membership in the interest of peace and harmony. Each member shall refrain from malicious gossip and from furthering rumours. Good sportsmanship shall be expected of members, and to further this end they should familiarize themselves with the rulings of the Canadian Kennel Club as well as those of the Society
- 8.2** Upon receipt of a written complaint, the President shall be obliged to name a committee of three (3) to inquire into and take evidence concerning the complaint. The person complained against shall have the right to cross examine and give evidence on his or her behalf and call witnesses. The Committee may reprimand, suspend or expel the member as they see fit. A notice and copy of the complaint must be sent by registered mail and mailed to the last known address of the complainees ten (10) days prior to the hearings. If the Committee determines expulsion is necessary, the member will be advised in writing of its determination.

## **PART 9 – SEAL**

### **Seal**

- 9.1** The Directors may provide a common seal for the Society.
- (a) May destroy a seal and substitute a new seal in its place
  - (b) The official seal of the Society shall not be affixed to any deed, instrument or document of any description unless authorized by resolution of the Directors, and then only by and in the presence of one of the Officers and the Secretary of the Society, who shall respectively attest by their signatures that the seal has been duly affixed.

## **PART 10 – GENERAL**

### **General**

- 10.1** The Society is both Canadian Kennel Club and Association of Island Obedience Clubs.
- 10.2** Any expenditure must be approved by one (1) Executive member. Amounts in excess of \$50.00 must be approved by a majority of the Executive. Any amount in excess of \$250.00 must be approved by a quorum of the membership.
- 10.3** The official colours are maroon and grey and the emblem is the CAMPBELL RIVER DOG FANCIERS SOCIETY aligning top and bottom with the word CRDFS in the middle with two tracks of paw prints, i.e. .



## **PART 11 – AMENDMENT**

### **Amendment**

- 11.1** Amendments of the Constitution and Bylaws may be proposed by the Board or petitioned from the members. Amendments to the Constitution will be made upon special resolution, voting by proxy is not permitted. The amendment will be adopted by a majority vote of the members, excepting where they are marked “unalterable”.
- 11.2** A notice to amend must carry the signature of the member submitting the amendment and may be voted upon at the next General or Special meeting.
- 11.3** A defeated amendment cannot be brought to a vote again for a period of one (1) year.

## **PART 12 – PARLIAMENTARY**

- 12.1** Questions of Parliamentary procedure not provided in the Constitution and Bylaws of the Society shall be decided by Roberts Revised Rules of Order.