

The Golden Retriever Club of British Columbia
Constitution and By-Laws

CONSTITUTION

ARTICLE I **NAME AND OBJECTS**

Section (1) The name of the Club shall be the “Golden Retriever Club of British Columbia” and its objectives shall be to promote the interests of the Golden Retriever in British Columbia by:

- a) Developing to the highest standards of excellence the breed known as the Golden Retriever and recognizing and accepting the breed standard as approved by the Canadian Kennel Club as the only standard, by which the Golden Retriever shall be judged.
- b) Promoting and developing the interest of all owners and fanciers of the Golden Retriever in the versatile activities of the breed, including field trials, hunting tests, obedience trials, conformation shows, tracking tests, agility, flyball, search and rescue, scent detection and use of the breed as guide dogs and assistance dogs.
- c) Providing positive public relations and educational programs for both the membership and the general public, to encourage all owners and fanciers of Golden Retrievers to strive to bring the natural qualities and abilities of the breed to perfection.
- d) Encouraging breeder-members to maintain the highest standards possible in breeding the Golden Retriever through adherence to the Code of Ethics of the Golden Retriever Club of British Columbia.

Section (2) Hereinafter in this document, the Golden Retriever Club of British Columbia will be referred to as the CLUB and references to it will be capitalized.

Section (3) The CLUB’s area of operations shall be the Province of British Columbia.

Section (4) The CLUB shall not be conducted or operated for profit and no part of any profit or remainder of residue from dues, events, fundraising or donations to the CLUB shall inure to the benefit of any member or individual.

BY-LAWS

ARTICLE I GEOGRAPHIC REGIONS

Section (1) **Boundaries:** Provincially the membership of the Club is divided into two Canadian Kennel Club Zones:

Zone 11: British Columbia Southwest: V0N - V0S V1M V2S - V2T V2Y - V2Z V3A V3G V3L - V3X V3Z V4A - V4P V4W - V4Y V5A - V5Z V6A - V6Z V7A - V7Y V8A - V8B V8K - V8Z V9A - V9Z

Zone 12: British Columbia Interior & Yukon: V0A - V0M V0T - V0X V1A - V1L V1N - V1Z V2A - V2R V2V - V2X V3B - V3E V3H - V3K V3Y V4R - V4V V4Z V8C - V8J Y0A - Y0B Y1A

Section (2) **Region One - Lower Mainland/Howe Sound** - The geographic area of Vancouver, Howe Sound and the Fraser Valley to Hope shall be the base of operations for the CLUB.

Section (3) **Out of Province Membership** - Preceding sections do not apply to out of Province members.

ARTICLE II MEMBERSHIPS

Section (1) **Membership Year** – Membership in the CLUB shall be based on the calendar year.

Section (2) **Membership - Classes of Membership** - There shall be five classes of membership in the CLUB; a) Ordinary Members; b) Family Members; c) Associate Members; d) Life Members; e) Provisional Members.

Section (3) **Ordinary Membership** - Ordinary membership shall be restricted to persons 16 (sixteen) years of age or older, who are owners of a registered Golden Retriever and reside in the Province of British Columbia. Ordinary members are entitled to all privileges stated in the Constitution.

Section (4) **Family Membership** - Family memberships shall be available to two members, 16 (sixteen) years of age or older, of one family, one of which must be the owner of a registered Golden Retriever and reside in the Province of British Columbia. Each Family member shall be entitled to Ordinary Member privileges.

Section (5) **Associate Membership** - Associate membership shall be available to any person. Associate members are not eligible to vote or hold office on the executive.

- Section (6)** **Life Membership** – Life members shall enjoy all of the privileges of membership in the CLUB and shall be free from membership fees. Life membership may be awarded to those persons who are Ordinary or Family members in the CLUB for a minimum of 20 years and have made outstanding contributions to the CLUB. Any member of the CLUB may submit a nomination for a Life membership to the Executive. A majority vote of the Executive is required for approving a Life Membership. Life memberships will be awarded at the Annual General Meeting.
- Section (7)** **Provisional Membership** - All new applicants for membership shall be granted a twelve month provisional membership upon receipt of the application and appropriate fee. Provisional members shall not be eligible to vote, hold office on the Executive, apply for the Magoffin Perpetual awards or be eligible for participation on the Club's breeder or puppy referral listings.
- Section (8)** **Membership Fees** - The annual membership fee for the coming year will be determined by the general membership at the November general meeting. Membership fees shall be payable January 1st of each year. Current members who pay their membership fee after January 31st will have their membership status revised to a Provisional Membership. Subscription of members joining on or after October 31st shall be deemed to cover the following year. A Family Membership fee shall not exceed on and one-half times the Ordinary Membership fee.
- Section (9)** **Application For Membership** - Each applicant for membership shall apply on a form as provided by the Executive and which shall provide that the applicant agree to abide by these Constitution Bylaws, Code of Ethics and the rules of the Canadian Kennel Club.
- Section (10)** **Election To Membership** - The names of all applicants for membership shall be reported at Executive and General Meetings, reported in Meeting Minutes and published in the Annual Awards Newsletter. Each applicant for Club membership must complete a twelve month Provisional membership. Club members may submit any comments concerning prospective members, in writing, to the Executive for consideration. Provisional members are expected to attend and/or assist at one or more Club meetings or functions during their first twelve months of membership. Upon completion of the twelve month Provisional membership, candidates for membership shall be reviewed by the Executive and, if appropriate, granted applicable membership status.
- Section (11)** **Rejection of Membership** – Any applicant for membership who has been rejected must be provided in writing with a reason for such rejection.

Section (12) **Ceasing to Own a Golden** - In the event that an ordinary or family member in good standing ceases to own a registered Golden Retriever, his or her membership status shall remain unchanged until the end of the next fiscal year following the change of ownership status.

Section (13) **Termination of Membership** - Memberships may be terminated as follows:

a) By Resignation - Any member who is not indebted to the CLUB may resign their membership by notice in writing to the Secretary. They shall continue to be a member until their resignation is accepted by the Executive, whereupon they shall cease to be a member, shall have no right or claim to the CLUB'S property, and shall not have any part of their membership fee for the current year returned.

b) By Lapsing - Any member failing to pay their membership fee for a given year by January 31st of that year shall cease to be a member of the CLUB. In meritorious circumstances, the Executive may reinstate a lapsed membership, if the member's outstanding fees are paid in full by March 31st of that year. While their membership is lapsed, a member shall not enjoy the rights and privileges accorded to any class of member.

c) By Expulsion or Suspension - A membership may be terminated by expulsion or suspension, as provided in Article XIII of these Bylaws.

Section (14) **Use of Club Name** - No member, except when authorized to do so by the Executive, shall use the name of the Club in any correspondence, communications or commitment of any kind with any publication, club, person, firm or body incorporated or unincorporated, except to indicate that they are a member of the Golden Retriever Club of British Columbia.

ARTICLE III **MEETINGS OF THE CLUB**

Section (1) **Annual Meetings** - An annual general meeting of the CLUB shall be held at such a place and on such a date as may be determined by the Executive. At such a meeting, the Executive shall present an audited report, together with a detailed statement of the accounts, assets, and liabilities of the CLUB for the past year.

Section (2) **General Club Meetings** - A schedule of meetings shall be pre-determined by the Executive on a yearly basis. The meeting schedule shall be published on the Club website and notice of meetings emailed to the membership. The meetings may be conducted on-line and/or in person.

- Section (3)** **Special General Meetings** - The Executive shall be obligated to call a special general meeting, upon the Secretary receiving formal request, signed by at least 10% of the members in good standing. The notice of the meeting shall state the purpose of the meeting and no other CLUB business may be transacted.
- Section (4)** **Other Meetings** - The Secretary may convene other meetings of the CLUB from time to time whenever required by the President or in the absence, inability or refusal to act of the President, by the Executive Vice-President.
- Section (5)** **Notice of Meetings** - Notice of Club meetings shall be emailed to all members at their last known email address at least seven days before the holding of a meeting. Members may by writing waive such notice.
- Section (6)** **Omission or Irregularity of Notices** - Any accidental omission to give notice or in the form of notice shall not invalidate any resolution passed or any proceedings taken at any meeting of the CLUB.
- Section (7)** **Voting at Meetings** - At all meetings of the CLUB, each member present with voting privileges shall be entitled to one vote. A declaration of the Chairperson of the meeting that a resolution has been carried or carried unanimously or by any majority shall be conclusive evidence of the fact.
- Section (8)** **Quorum** - Seven voting members present in person shall constitute a quorum for any meeting of the CLUB.
- Section (9)** **Chairperson of Meeting** - In the absence of the President at any meeting, the Executive Vice-President shall act as Chairperson, or in the absence of the Executive Vice-President, the voting members present may appoint a Chairperson of the meeting from among their own number.
- Section (10)** **Committees** - Committees may be appointed by the Executive as required from time to time to run competitions, exhibitions, and trials. Any committee appointment may be terminated by a majority vote of the Executive upon written notice being sent to the appointee, and the Executive may appoint a successor to the person whose services have been terminated.

ARTICLE IV **EXECUTIVE**

Section (1) **Executive** - The management of the CLUB shall be conducted by an Executive composed of a President, Past President, Executive Vice-President, three Vice-Presidents, Secretary, Treasurer and two Regional Directors. The Secretary/Treasurer positions may be combined. The Executive shall establish general policies, procedures, and long range objectives of the CLUB and shall exercise any necessary authority for the CLUB which has not been expressly reserved to the general membership by these Bylaws. For further clarity, the Executive shall have the same purpose and responsibilities as a Board of Directors. There shall be no remuneration to those serving on the Executive.

Section (2) **Quorum of Executive** - Four Executive shall constitute a quorum at any meeting of the Executive.

Section (3) **Vacancies** - As long as a quorum of the Executive remains in office, vacancies may be filled in accordance with Article V, Section (10) of the by-laws.

Section (4) **Notice of Meetings of the Executive** – Notice shall be given to each Executive two days before the meeting is to take place. Meetings may be held at any time and place with formal notice if all Executives are present or if those absent have been notified of such meetings. Emergency Meetings may be held with notice to all Executive.

Section (5) **Resolution Signed by Executive** - A resolution in writing, signed by all the Executive shall be valid and effectual as if it had been passed at a meeting of the Executive duly called and constituted.

Section (6) **Indemnification of Executive** - Each present and future Executive of the CLUB shall be indemnified and saved harmless out of the funds of the CLUB from and against all actions, proceedings, losses, costs and expenses, claims and demands of every nature and kind which may be made, instituted, sustained, suffered or incurred by and such Executive for or introspect of any act, deed, matter or thing whatsoever made, done, permitted or omitted to be made done, or permitted by him or her in and about the execution of his or her office, save and except such actions, proceedings, losses, costs, expenses, claims, and demands as are occasioned by his or her willful neglect or default.

ARTICLE V **OFFICERS**

Section (1) **Officers of the CLUB** - The officers of the CLUB shall be: President, Past President, Executive Vice-President, Vice-President-Show, Vice-President-Field, Vice-President-Obedience, Secretary and Treasurer.

Section (2) **President** - The President shall preside at all meetings of the CLUB and with the Secretary shall sign all By-Laws. The President shall exercise general supervision and control of the affairs of the CLUB.

- Section (3)** **Executive Vice-President** - The Executive Vice-President shall perform such duties and exercise such authority as shall be given to him by the President. In the absence, inability or refusal to act of the President, the Executive Vice-President shall perform the duties of the President. The Executive Vice-President is also responsible for the organization of the coordinated program of CLUB activities based on the recommendations of the Field, Show and Obedience committees.
- Section (4)** **Vice-Presidents - Field, Show and Obedience** - The Vice-Presidents shall perform such duties and exercise such authority as shall be given to them by the President. In addition, the Vice-Presidents shall establish and implement, with aid of a committee, programs of CLUB activities in the three respective areas.
- Section (5)** **Secretary** - The Secretary of the CLUB will keep a record of all meetings of the CLUB and of all votes taken and of all matters of which a record shall be ordered by the CLUB. He or she shall have charge of the correspondence, notify members of the meetings, keep a roll of the members of the CLUB with the address, and publish the same annually, carry out such other duties as are prescribed in these Constitution and By-Laws.
- Section (6)** **Treasurer** - The Treasurer shall collect and receive all monies due or belonging to the CLUB and maintain the CLUB's financial records in accordance with standard accounting practices. The Treasurer shall deposit income received in a bank satisfactory to the Executive in the name of the CLUB. The Treasurer's books shall at all times be open to the inspection of the Executive and the Treasurer shall report the condition of the CLUB's finances at every general meeting. The Treasurer, with one signing officer, and with written approval of the Executive, shall have the authority to invest available CLUB funds.
- Section (7)** **Past President** - The office of Past President is a non-elected position held by the immediate Past President during the term of office of his/her successor, in order to promote continuity between previous and current executives. The Past President shall act as chairperson of the Nominating Committee.
- Section (8)** **Regional Directors** - There shall be two Regional Directors representing the Canadian Kennel Club electoral zones of British Columbia. Zone 11 Southwest and Zone 12 British Columbia Interior & Yukon. Each Regional Director must reside in the area they represent.
- Section (9)** **Executive Unable to Carry Out Duties** - In the event that any Executive member or officer of the CLUB, excluding the President, shall become unable to carry out his/her duties or should any such position be vacant, the remaining Executive by majority vote shall appoint an Acting Executive member or officer for the balance of the year.
- Section (10)** **Executive Term** - A member may hold one or more Executive positions for as long as they wish to stand for nomination and they are voted in by the membership.

ARTICLE VI **ELECTIONS, NOMINATIONS, AND BALLOTING**

Section (1) **Elections** - The nominated candidate receiving the greatest number of votes for each office shall be declared elected.

Section (2) **Nominations** - Any person nominated in a CLUB election must be an Ordinary member or have Ordinary member privileges as defined by the By-Laws and be a member in good standing. No member may be a candidate in a CLUB election who has not been nominated. During the month of November, a committee shall be established composed of two non-executive CLUB members and the Past President. The Committee shall nominate one member as a candidate for each office, obtain written consent, and circulate a list of nominees to all CLUB members. CLUB members in good standing may forward to the committee additional nominees provided the written consent of the nominee and the signatures of two CLUB members as proposed and seconded accompany the nomination. Signatures may be electronic. A member may be nominated and stand for more than one Executive position.

Section (3) **Balloting** - Elections must be conducted by secret ballot when there are two or more members nominated for any Executive position. When there is only one nomination for any position, the person will be acclaimed at the Annual General Meeting. A ballot containing the names of all nominees will be sent electronically to all CLUB members in good standing at least four weeks prior to the AGM. The completed ballot is to be returned to a Scrutineer, appointed by the President, and who is not a nominee. The Scrutineer will account for all ballots received and announce the results at the AGM. Voting by proxy is not permitted. Balloting may also be completed by video conferencing or other form of secure on line balloting or in person at a meeting of the membership by a show of hands.

ARTICLE VII **ORDER OF BUSINESS**

Section (1) At meetings of the CLUB, the order of business shall be as follows:
Minutes of the last meeting
Report of President
Report of Secretary
Report of Treasurer
Report of Executive Vice-President
Report of Vice-President on Field
Report of Vice-President on Conformation
Report of Vice-President on Obedience
Report of Committees
Unfinished Business
New Business
Adjournment

ARTICLE VIII **RULES OF ORDER**

Where not specifically governed by the provisions of these By-Laws, Roberts Rules of Order, latest revision, shall apply to the conduct of CLUB meetings.

ARTICLE IX **TRIALS AND SHOWS**

The CLUB shall adopt such rules and regulations for the conduct of Trials and Shows as are defined by current Canadian Kennel Club rules and regulations.

Article X **CHEQUES, DRAFTS AND NOTES**

All Etransfers, cheques, drafts, direct deposits, and acceptance of other funds shall be processed directly to the GRCBC Operating Account by the Treasurer. Expense payments paid by club cheques must be signed by two of three signing officers'. Signing Officers may be any of three or four of the following: President, Treasurer, Executive Vice- President or Secretary. Signing officers will be issued a bankcard that allows view only access to the Operating Account and any other accounts that are linked to the bankcard.

ARTICLE XI **AUDITORS**

At all annual meetings of the CLUB, an Auditor shall be appointed for the purpose of auditing and verifying the accounts of the CLUB for the current year.

ARTICLE XII **FISCAL YEAR**

The Fiscal Year of the CLUB shall terminate on the 31st day of December each year.

Article XIII **DISCIPLINE**

Section (1) **Discipline** - The Executive and/or the general membership of the CLUB may discipline any member if, in its opinion, the member has committed an act or omission which:

- a) Violates the Constitution, Bylaws or Code of Ethics of the CLUB, or
- b) Is considered prejudicial to the objects of the CLUB, the Canadian Kennel Club, or the best interests of the CLUB'S members or their dogs.

Section (2) **Complaints** - Any person, whether a member of the CLUB or not, shall have the right to lay a complaint with regard to an alleged action or omission of any member of the CLUB. The complaint, and all supporting documentation, shall be submitted in writing to the Secretary, in sufficient detail so as to permit the Executive to properly consider and deal with the issues raised. Should a complaint be laid against the Secretary, the President shall act in accordance with these By-Laws.

- Section (3)** **Applicability** - In receiving a complaint, the Executive shall first determine whether the action(s) or omission(s) alleged in the complaint, if proven, might constitute sufficient grounds for the related member to be disciplined. If the Executive determines that such grounds do not exist, the Secretary shall advise the complainant of the Executive’s decision in a letter of explanation.
- Section (4)** **Other Jurisdictions** - If a complaint is concerned with a verbal or contractual monetary matter, or an alleged conflict with the bylaws of another body (such as the Canadian Kennel Club), the complainant shall be advised to firstly take the matter before the appropriate judicial system or related governing body for a primary decision on the issue. If written verification of such a decision is provided to the Executive, it may proceed with a secondary consideration of the complaint and also render a disciplinary decision on behalf of the CLUB.
- Section (5)** **Interim Review Status** - If a member is the subject of a review before a judicial system or by another governing body, as above, or by the Executive, the member shall continue to maintain their current membership status but shall not be eligible for participation on the CLUB’S breeder, puppy or stud dog referral listings for the period of the review.
- Section (6)** **Canadian Kennel Club Suspension** - Any member who is suspended from the privileges of the Canadian Kennel Club for a period of time shall automatically be suspended from all rights and privileges of the CLUB for a like period.
- Section (7)** **Procedures** – If the Executive proceeds to formally consider a complaint, a hearing shall be convened by the Executive. A copy of the complaint as well as a notice of hearing shall be forwarded to the defendant and the complainant. Both the defendant and the complainant shall have the opportunity to attend the hearing. The defendant may also submit a written defense. The Executive shall ensure that both the complainant and the defendant are treated fairly and in accordance with the rules of nature justice, and may establish any other disciplinary policies and procedures as it deems necessary, subject to the provisions of this Bylaw.
- Section (8)** **Decision** - If the Executive proceeds to formally consider a complaint and, by a two thirds majority, upholds the substance of the complaint, it may:
- a) Reprimand the member, with or without a penalty, or
 - b) Suspend the member from all rights and privileges of the CLUB for a period of up to twelve months, and/or
 - c) Recommend to the general membership of the CLUB that expulsion of the member be considered at a special general meeting of the CLUB.

Section (9) **Notification** - The Executive shall provide the complainant and the accused member with a written copy of its decision. The general membership of the CLUB shall be notified of all disciplinary actions taken against a member, in the next edition of the CLUB newsletter.

Section (10) **Appeal** - Any member who is subject to disciplinary action by the Executive shall have the right to appeal the decision of the Executive to the general membership. The member shall file a written notice of their appeal with the Secretary, within 60 days of the date of the Executive's decision. This notice of appeal will be published in the next edition of the CLUB newsletter, with a notice of a special general meeting to hear the appeal.

Section (11) **Suspension of Rights** - Suspension of membership, when imposed, shall cause the member to revert to Provisional Membership status, with resulting loss of all Ordinary membership privileges for the period of the suspension. Upon completion of a suspension period, a member will regain their previous membership status, with the related accompanying privileges.

Section (12) **Expulsion** - The general membership of the CLUB may, by a two thirds majority of members present at a special meeting to consider the expulsion of a member, permanently expel the member from all rights and privileges of the CLUB. There shall be no appeal from such a decision to expel a member. ARTICLE XIV 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 eligible voting members of the CLUB who are in favour of the decision. Proxies are not permitted. In the event of dissolution of the CLUB, other than for the purposes of reorganization, whether voluntary or 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 members of the CLUB but after payment of the debts of the CLUB, its property and assets shall be given to a charitable organization for the benefit of dogs, such organization to be selected by the Executive.

ARTICLE XV **AMENDMENTS**

Section (1) **Proposal for Amendments** - Amendments to the Constitution and By-Laws of the CLUB may be proposed by the Executive or by written petition addressed to the Secretary signed by ten members in good standing. Amendments proposed by such petition shall be considered by the Executive and must subsequently be put to a vote by the membership within 180 days of the date when the petition was received by the Secretary.

Section (2) **Amendment by Vote** - The Constitution and By-Laws of the Golden Retriever Club of British Columbia may be amended by a two-thirds affirmative vote of all eligible voting members. The Code of Ethics may be amended by a two-thirds affirmative vote of those members voting on the amendment. Amendments to the Constitution, By-Laws and the Code of Ethics must be conducted using video conferencing, a secure on line polling feature, email, or mail using a secret ballot process. Proxies are not permitted.

Section (3) **Canadian Kennel Club Filing** - The CLUB Constitution and By-laws must be filed with the Canadian Kennel Club.